FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
l	Estimated average burd	en
l	hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					01 (	Jeonon	1 00(11)	OI LIIC		iciii O	ompany Act	31 10-10								
1. Name an		2. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)									
STARR INTERNATIONAL CO INC						INC [ AIG ]									Director			10% C	wner	
(Last) (First) (Middle) 101 BAARERSTRASSE						3. Date of Earliest Transaction (Month/Day/Year) 05/03/2007									Officer (give title below)			Other below)	(specify	
(Street) CH 6300 ZUG V8 41					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									dividual or Joint/Group Filing (Check Applicable b) X Form filed by One Reporting Person					
(City) (State) (Zip)					-											Form filed by More than One Reporting Person				
		Tabl	e I - N	on-Deriv	ative	Sec	uritie	s Ac	quire	d, Di	sposed o	f, or B	enefi	cially	Own	ed				
Date					ate Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		ction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			and 5) Securit Benefic Owned		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price	•	Repor Transa (Instr.	action(s) 3 and 4)			(Instr. 4)	
Common Stock 05/03/						007			S		200,000	D	\$70	70.3874		,575,556	Ι	)		
Common Stock 0					5/03/2007				S		200,000	D	\$70	.4543	271	,375,556	Ι	)		
Common	05/04/2	04/2007				S		200,000	D	\$70	.5657	271	,175,556	Ι	)					
Common	05/04/2	.007				S		200,000	D	\$70	.5773	270	,975,556	Ι	)					
		Та	ble II								osed of, convertib				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	h/Day/Year)   Execution	emed ion Date, /Day/Year)		ransaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exerc tion D n/Day/\		7. Title and Amount of Securities Underlying Derivative Security (Instr and 4)		Deri Sec (Ins	rice of ivative urity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction( (Instr. 4)	Owne Form: Direct or Ind (I) (Ins		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V	(A)	(D)	Date	sable	Expiration	Title	Amoun or Numbe of	r						

**Explanation of Responses:** 

Remarks:

/s/ Stuart Osborne, Vice
President, on behalf of Starr
International Company, Inc.

05/07/2007

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).