FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ington, D.C. 20549

OMB APPRO	VAL							
OMB Number:	3235-0287							
Estimated average burden								
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

						. ,				iipaiiy Act								
1. Name and Address of Reporting Person* OFFIT MORRIS						2. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP INC [AIG]									applicable) rector	10%	Owner	
(Last) (First) (Middle) AMERICAN INTERNATIONAL GROUP, INC. 180 MAIDEN LANE												be	low) ``	below)``			
(Street) NEW YORK NY 10038 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								ne) X Fo)			
	Tab	le I - No	n-Deriv	ative	Se	curitie	s Acc	quired,	Dis	posed o	f, or	Ben	eficia	ally Ow	ned			
Date						2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ties Acquired (A) I Of (D) (Instr. 3,		(A) or . 3, 4 aı	nd Sec Ber Ow	urities eficially ned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount		A) or D)	Price	Tra	nsaction(s)		(Instr. 4)	
Common Stock 11/10/							2011			7,700		A	\$22	.92	9,950	D		
Common Stock 11/10/2						/2011		P		2,300		A	\$22	.91	12,250	D		
	Та													y Owne	d			
	ise (Month/Day/Year)	Execution if any	Date,	Code (Ins		Of Deriv Secu Acqu (A) or Dispo of (D) (Instr	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			Amou or Numb			derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(FCAN INTE DEN LANDEN L	(First) (CAN INTERNATIONAL GOEN LANE ORK NY (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) CAN INTERNATIONAL GROUP, INDEN LANE DEN LANE ORK NY 10038 (State) (Zip) Table I - Note of the content of	(First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE ORK NY 10038 (State) (Zip) Table I - Non-Derive (Month/D) Security (Instr. 3) 2. Transa Date (Month/D) Stock 11/10 Table II - Derivati (e.g., pu Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)	MORRIS (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE Table I - Non-Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Conversion or Exercise (Month/Day/Year) Conversion or Exercise Price of Derivative Conversion or Exercise (Month/Day/Year) Conversion or Exercise (Month/Day/Year)	MORRIS (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE AME INC [3. Date of 11/10/2 11/10/2 Table I - Non-Derivative Se Security (Instr. 3) Table II - Non-Derivative Se (Month/Day/Year) Table II - Derivative Secure, puts, calls 2. Transaction Date (Month/Day/Year) Table II - Derivative Secure, puts, calls 2. Conversion or Exercise Price of Derivative Secure (Month/Day/Year) AME IINC [3. Date of 11/10/2 4. If Ame III/10/2011 Table II - Derivative Secure, puts, calls AME III/10/2012 3. Date of 11/10/2 4. If Ame III/10/2011 Table II - Derivative Secure, puts, calls AME III/10/2012 3. Date of 11/10/2 4. Transaction Code (Instr. 8)	MORRIS (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Stock 11/10/2011 Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) 2. Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) 3. Transaction Date (Month/Day/Year) 2. 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Date of Earliest Trans 11/10/2011 4. If Amendment, Date of Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of [D] (Month/Day/Year) Stock 11/10/2011	MORRIS (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE Table I - Non-Derivative Securities Acquired, Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Month/Day/Year) Table II - Derivative Securities Acquired, Degree Stock 11/10/2011 P Table II - Derivative Securities Acquired, Degree Stock 11/10/2011 P Table II - Derivative Securities Acquired, Degree Stock 11/10/2011 P Table II - Derivative Securities Acquired, Degree Stock 11/10/2011 P Table II - Derivative Securities Acquired, Degree Stock 11/10/2011 P Table II - Derivative Securities Acquired, Degree Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	AMERICAN INTERNATIONAL GROUP, INC. DEN LANE ORK NY 10038 (State) (Zip) Table I - Non-Derivative Securities Acquired, Discurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 11/10/2011 P Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurity (Instr. 3) Table II - Derivative Securities Acquired, Discurities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	MORRIS (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of V Amount Stock 11/10/2011 P 7,700 Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of V Amount Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of V Amount Stock 11/10/2011 P 2,300 Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of Code (Instr. 8)	AMERICAN INTERNATIONAL GR INC [AIG] (First) (Middle) CAN INTERNATIONAL GROUP, INC. DEN LANE Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) (State) (Zip) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired (Instr. 4) Table II - De	AMERICAN INTERNATIONAL GROUP INC [AIG] 3. Date of Earliest Transaction (Month/Day/Year) 11/10/2011 4. 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Date of Earliest Transaction (Month/Day/Year) 11/10/2011 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) AMERICAN INTERNATIONAL GROUP INC [AIG] 3. Date of Earliest Transaction (Month/Day/Year) 11/10/2011 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual Line) X For For Period (Instr. 3) 5. A Deemed Execution Date, if any (Month/Day/Year) 11/10/2011 P 7,700 A \$22.92 Stock 11/10/2011 P 2,300 A \$22.92 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Code (instr. 8) 2. Transaction Code (instr. 9) 2. Transaction Code (instr. 9) 3. Transaction Code (instr. 9) 4. Securities Acquired (A) or Disposed of (instr. 9) 4. Sec	AMERICAN INTERNATIONAL GROUP INC AIG AIG AIG AIG	MORRIS (First) (Middle) (First) (Middle) (First) (Middle) (First) (Middle) (SAN INTERNATIONAL GROUP, INC. DEN LANE (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Mon	

Explanation of Responses:

Morris W. Offit by Eric N. Litzky, Attorney-in-Fact

11/14/2011

** Signature of Reporting Person Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.