

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>BOOTH RICHARD H</u>  (Last) (First) (Middle) <u>ONE STATE STREET</u>  (Street) <u>HARTFORD CT 06102</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/06/2008</u>	3. Issuer Name and Ticker or Trading Symbol <u>AMERICAN INTERNATIONAL GROUP INC [ AIG ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Unit	05/01/2010 <sup>(1)</sup>	(1)	Common Stock	17,600	(1)	D	
Restricted Stock Unit	01/01/2012 <sup>(2)</sup>	(2)	Common Stock	12,480	(2)	D	
Restricted Stock Unit	01/02/2012 <sup>(3)</sup>	(3)	Common Stock	7,122	(3)	D	
Restricted Stock Unit	01/01/2013 <sup>(4)</sup>	(4)	Common Stock	11,520	(4)	D	
Stock Option (Right to Buy)	12/13/2011 <sup>(5)</sup>	12/13/2017	Common Stock	30,000	57.05	D	
Stock Option (Right to Buy)	09/01/2009 <sup>(6)</sup>	09/01/2015	Common Stock	17,000	59.35	D	
Stock Option (Right to Buy)	12/16/2004 <sup>(6)</sup>	12/16/2012	Common Stock	10,000	61.3	D	
Stock Option (Right to Buy)	12/17/2007 <sup>(6)</sup>	12/17/2013	Common Stock	15,000	63.95	D	
Stock Option (Right to Buy)	12/16/2008 <sup>(6)</sup>	12/16/2014	Common Stock	17,000	64.47	D	
Stock Option (Right to Buy)	12/14/2009 <sup>(6)</sup>	12/14/2015	Common Stock	25,000	65.99	D	
Stock Option (Right to Buy)	12/11/2010 <sup>(6)</sup>	12/11/2016	Common Stock	30,000	71	D	
Stock Option (Right to Buy)	01/03/2001 <sup>(7)</sup>	01/03/2010	Common Stock	54,314	77.02	D	
Stock Option (Right to Buy)	11/29/2000 <sup>(7)</sup>	11/29/2009	Common Stock	71,026	82.34	D	

Explanation of Responses:

- These restricted stock units (RSUs) were granted under the American International Group, Inc. Deferred Compensation Profit Participation Plan. Pursuant to the terms of the plan, 50 percent of the RSUs will vest on May 1, 2009 and 50 percent will vest on May 1, 2010.
- Represents performance restricted stock units earned with respect to awards made under the American International Group, Inc. Amended and Restated 2002 Stock Incentive Plan with respect to the 2008-2009 performance period of the American International Group, Inc. Partners Plan. Pursuant to the Partners Plan, 50 percent of these RSUs will vest on January 1, 2011 and 50 percent will vest on January 1, 2012.
- Represents performance restricted stock units earned with respect to awards made under the American International Group, Inc. Amended and Restated 2002 Stock Incentive Plan with respect to the 2006-2007 performance period of the American International Group, Inc. Partners Plan. Pursuant to the Partners Plan, 50 percent of these RSUs will vest on January 1, 2010 and 50 percent will vest on January 1, 2012.
- Represents performance restricted stock units earned with respect to awards made under the American International Group, Inc. Amended and Restated 2002 Stock Incentive Plan with respect to the 2007-2008 performance period of the American International Group, Inc. Partners Plan. Pursuant to the Partners Plan, 50 percent of these RSUs will vest on January 1, 2011 and 50 percent will vest on January 1, 2013.
- These options were granted under the American International Group, Inc. Amended and Restated 2007 Stock Incentive Plan. Pursuant to the terms of the plan, 25% of the option becomes exercisable on the anniversary date of the grant in each of the four years following the grant.
- These options were granted under the American International Group, Inc. Amended and Restated 1999 Stock Option Plan. Pursuant to the terms of the plan, 25% of the option becomes exercisable on the anniversary date of the grant in each of the four years following the grant.
- These options were granted under the Hartford Steam Boiler 1995 Employee Stock Option Plan. All options became vested and exercisable one year following date of grant.

Remarks:

Richard H. Booth

06/20/2008

\*\* Signature of Reporting Person

Date

\* If the form is filed by more than one reporting person, see Instruction 5 (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.

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