

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D/A
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 24)

21ST CENTURY INSURANCE GROUP
(NAME OF ISSUER)

COMMON STOCK, \$0.001 PAR VALUE PER SHARE
(TITLE OF CLASS OF SECURITIES)

90130N 10 3
(CUSIP NUMBER)

KATHLEEN E. SHANNON
SENIOR VICE PRESIDENT AND SECRETARY
AMERICAN INTERNATIONAL GROUP, INC.
70 PINE STREET
NEW YORK, NEW YORK
(212) 770-7000

(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON AUTHORIZED TO RECEIVE NOTICES AND
COMMUNICATIONS)

September 27, 2007
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

IF THE FILING PERSON HAS PREVIOUSLY FILED A STATEMENT ON SCHEDULE 13G TO REPORT
THE ACQUISITION WHICH IS THE SUBJECT OF THIS SCHEDULE 13D, AND IS FILING THIS
SCHEDULE BECAUSE OF RULE 13D-1(b)(3) OR (4), CHECK THE FOLLOWING BOX:

[]

(CONTINUED ON THE FOLLOWING PAGE)

CUSIP NO. 90130N 10 3

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

American International Group, Inc. (I.R.S. Identification No. 13-2592361)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

WC

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of Delaware

(7) Sole Voting Power

34,699,350

(8) Shared Voting Power

53,445,620

Number of Shares
Beneficially Owned
By Each Reporting
Person With

(9) Sole Dispositive Power

34,699,350

(10) Shared Dispositive Power

53,445,620

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

88,144,970

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

100.0%

(14) Type of Reporting Person

HC, CO

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

AIG Commercial Insurance Group, Inc. (I.R.S. Identification No. 13-3386798)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of Delaware

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned
By Each Reporting
Person With

53,445,620

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

53,445,620

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

53,445,620

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

60.6%

(14) Type of Reporting Person

HC, CO

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

AIG Property Casualty Group, Inc. (I.R.S. Identification No. 20-5971809)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of Delaware

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned
By Each Reporting
Person With

53,445,620

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

53,445,620

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

53,445,620

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

60.6%

(14) Type of Reporting Person

HC, CO

CUSIP NO. 90130N 10 3

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

American Home Assurance Company (I.R.S. Identification No. 13-5124990)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of New York

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned
By Each Reporting
Person With

14,395,665

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

14,395,665

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

14,395,665

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

16.3%

(14) Type of Reporting Person

IC, CO

CUSIP NO. 90130N 10 3

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

Commerce and Industry Insurance Company (I.R.S. Identification No.
31-1938623)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of New York

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned 5,414,827
By Each Reporting
Person With

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

5,414,827

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

5,414,827

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

6.1%

(14) Type of Reporting Person

IC, CO

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

New Hampshire Insurance Company (I.R.S. Identification No. 02-0172170)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of
Pennsylvania

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned
By Each Reporting
Person With

5,414,827

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

5,414,827

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

5,414,827

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

6.1%

(14) Type of Reporting Person

IC, CO

CUSIP NO. 90130N 10 3

(1) Name of Reporting Person/S.S. or I.R.S.
Identification No. of Above Person

National Union Fire Insurance Company of Pittsburgh, Pa. (I.R.S.
Identification No. 25-0687550)

(2) Check the Appropriate Box if a Member of a Group

(a)
(b)

(3) SEC Use Only

(4) Source of Funds

00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d)
or 2(e)

(6) Citizenship or Place of Organization Incorporated in the State of
Pennsylvania

(7) Sole Voting Power

0

(8) Shared Voting Power

Number of Shares
Beneficially Owned
By Each Reporting
Person With

28,220,301

(9) Sole Dispositive Power

0

(10) Shared Dispositive Power

28,220,301

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

28,220,301

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares

(13) Percent of Class Represented by Amount in Row (11)

32.0%

(14) Type of Reporting Person

IC, CO

Item 1. Security and Issuer.

This Amendment No. 24 (this "Amendment") to the Statement on Schedule 13D filed by American International Group, Inc., a Delaware corporation ("AIG"), amends and supplements the Statement on Schedule 13D originally dated December 16, 1994 and as amended by Amendment No. 1 to Schedule 13D dated March 23, 1995, Amendment No. 2 to Schedule 13D dated January 9, 1998, Amendment No. 3 to Schedule 13D dated April 8, 1998, Amendment No. 4 to Schedule 13D dated May 12, 1998, Amendment No. 5 to Schedule 13D dated June 4, 1998, Amendment No. 6 to Schedule 13D dated June 15, 1998, Amendment No. 7 to Schedule 13D dated June 25, 1998, Amendment No. 8 to Schedule 13D July 14, 1998, Amendment No. 9 to Schedule 13D dated July 23, 1998, Amendment No. 10 to Schedule 13D dated July 27, 1998, Amendment No. 11 to Schedule 13D dated August 10, 1998, Amendment No. 12 to Schedule 13D dated August 19, 1998, Amendment No. 13 to Schedule 13D dated August 24, 1998, Amendment No. 14 to Schedule 13D dated September 3, 1998, Amendment No. 15 to Schedule 13D dated September 11, 1998, Amendment No. 16 to Schedule 13D dated November 10, 1998, Amendment No. 17 to Schedule 13D dated December 16, 1998, Amendment No. 18 to Schedule 13D dated February 5, 1999, Amendment No. 19 to Schedule 13D dated March 31, 1999, Amendment No. 20 to Schedule 13D dated April 30, 1999, Amendment No. 21 to Schedule 13D dated April 7, 2000, Amendment No. 22 to Schedule 13D dated January 24, 2007 and Amendment No. 23 to Schedule 13D dated May 15, 2007, relating to the common stock, par value \$0.001 per share ("Common Stock"), of 21st Century Insurance Group, a Delaware corporation (the "Company"). The principal executive offices of the Company are located at 6301 Owensmouth Avenue, Woodland Hills, California 91367.

Item 2. Identity and Background.

Item 2 of the Schedule 13D is hereby amended such that the following sentence of the first paragraph is deleted in its entirety:

"In addition, the 53,474,214 outstanding shares of Common Stock owned by AIG include 28,594 outstanding shares of Common Stock held by certain investment advisor subsidiaries of AIG on behalf of their clients."

Item 2 of the Schedule 13D is hereby supplemented by adding the following after the last paragraph thereof:

AIG Commercial Insurance Group, Inc. and AIG Property Casualty Group, Inc. (collectively, the "HoldCos") are also included as filing persons to this Schedule 13D. The principal executive offices of the HoldCos are located at 70 Pine Street, New York, New York 10270, and these companies are holding companies for AIG's general insurance subsidiaries.

An amended and restated list of the directors and executive officers of AIG, the HoldCos, American Home Assurance Company, Commerce and Industry Insurance Company, New Hampshire Insurance Company and National Union Fire Insurance Company of Pittsburgh, Pa. (each such subsidiary of AIG are referred to herein as an "AIG Sub"), Starr International Company, Inc. ("SICO"), C.V. Starr & Co., Inc. ("Starr"), Universal Foundation, Inc. ("Universal Foundation"), The Maurice R. and Corinne P. Greenberg Family Foundation, Inc. (the "Greenberg Foundation") and The Maurice R. and Corinne P. Greenberg Joint Tenancy Corporation, Inc. (the "Greenberg Joint Tenancy Corporation"), including their business addresses and principal occupations is being filed herewith as Exhibit A.

All information provided in this Amendment (including, without limitation, in this Item 2 and Exhibit A to this Amendment) with respect to Messrs. Greenberg and Matthews, SICO, Starr, Universal Foundation, the Greenberg Foundation, and the Greenberg Joint Tenancy Corporation and their respective directors and executive officers is provided based solely on the information set forth in the most recent amendment to Schedule 13D relating to AIG Shares filed on March 20, 2007 on behalf of Messrs. Greenberg and Matthews, SICO, Starr, Universal Foundation, the Greenberg Foundation and the Greenberg Joint Tenancy Corporation. In each case, such information may not be accurate or complete and AIG takes no responsibility therefor and makes no representation to its accuracy or completeness as of the date hereof or any subsequent date.

Item 2(d) and (e) of the Schedule 13D is hereby amended and restated to read as follows:

2006 Regulatory Settlements

In February 2006, AIG reached a final settlement with the Securities and Exchange Commission ("SEC"), the United States Department of Justice ("DOJ"), the Office of the New York Attorney General ("NYAG") and the New York State Department of Insurance ("DOI"). The settlements resolved outstanding litigation filed by the SEC, NYAG and DOI against AIG and concluded negotiations with these authorities and the DOJ in connection with the accounting, financial reporting and insurance brokerage practices of AIG and its subsidiaries, as well as claims relating to the underpayment of certain workers compensation premium taxes and other assessments. As a result of these settlements, AIG made payments or placed amounts in escrow in 2006 totaling approximately \$1.64 billion, \$225 million of which represented fines and penalties. The following is additional information regarding the settlements.

AIG, without admitting or denying the allegations in the SEC complaint, consented to the issuance of a final judgment on February 9, 2006: (a) permanently restraining and enjoining AIG from violating Section 17(a) of the Securities Act of 1933, as amended ("Securities Act"), and Sections 10(b), 13(a), 13(b)(2) and 13(b)(5) and Rules 10b-5, 12b-20, 13a-1, 13a-13 and 13b2-1 of the Exchange Act; (b) ordering AIG to pay disgorgement; and (c) ordering AIG

to pay a civil penalty.

In February 2006, AIG and the DOJ entered into a letter agreement. In the letter agreement, the DOJ notified AIG that in its view, AIG, acting through some of its employees, violated federal criminal law in connection with misstatements in periodic financial reports that AIG filed with the SEC between 2000 and 2004 relating to certain transactions. The settlement with the DOJ consists of, among other things, AIG's cooperating with the DOJ in the DOJ's ongoing criminal investigation, accepting responsibility for certain of its actions and those of its employees relating to these transactions and paying money into a fund. Also effective February 9, 2006, AIG entered into agreements with the NYAG and the DOI, settling claims under New York's Martin Act and insurance laws, among other provisions, which were originally brought by the NYAG and the DOI in a civil complaint filed on May 26, 2005.

As part of these settlements, AIG has agreed to retain for a period of three years an independent consultant who will conduct a review that will include the adequacy of AIG's internal controls over financial reporting and the remediation plan that AIG has implemented as a result of its own internal review.

PNC Settlement

In November 2004, AIG and AIG Financial Products Corp. ("AIGFP"), a subsidiary of AIG, reached a final settlement with the SEC, the Fraud Section of the DOJ and the United States Attorney for the Southern District of Indiana with respect to issues arising from certain structured transactions entered into with Brightpoint, Inc. and The PNC Financial Services Group, Inc. ("PNC"), the marketing of transactions similar to the PNC transactions and related matters.

As part of the settlement, the SEC filed against AIG a civil complaint, based on the conduct of AIG primarily through AIGFP, alleging violations of certain antifraud provisions of the federal securities laws and for aiding and abetting violations of reporting and record keeping provisions of those laws. AIG, without admitting or denying the allegations in the SEC complaint, consented to the issuance of a final judgment permanently enjoining it and its employees and related persons from violating certain provisions of the Exchange Act, Exchange Act rules and the Securities Act, ordering disgorgement of fees it received from the PNC transactions and providing for AIG to establish a transaction review committee to review the appropriateness of certain future transactions and to retain an independent consultant to examine certain transactions entered into between 2000 and 2004 and review the policies and procedures of the transaction review committee.

The DOJ filed against AIGFP PAGIC Equity Holding Corp. ("AIGFP PAGIC"), a wholly owned subsidiary of AIGFP, a criminal complaint alleging that AIGFP PAGIC violated federal securities laws by aiding and abetting securities law violations by PNC, in connection with a transaction entered into in 2001 with PNC that was intended to enable PNC to remove certain assets from its balance sheets. The settlement with the DOJ consists of separate agreements with AIG and AIGFP and a complaint filed against, and deferred prosecution agreement with, AIGFP PAGIC. Under the terms of the settlement, AIGFP paid a monetary penalty of \$80 million. On January 17, 2006, the court approved an order dismissing the complaint with prejudice. The obligations of AIG, AIGFP and AIGFP PAGIC under the DOJ agreements relate principally to cooperating with the DOJ and other federal agencies in connection with their related investigations.

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D is hereby supplemented by adding the following after the last paragraph thereof:

On June 8, 2007 AIG, Merger Subsidiary and the Company entered into Amendment No. 1 to the Agreement and Plan of Merger. A copy of the amendment is being filed herewith as Exhibit B.

Upon the terms of the Merger Agreement and following the approval of the Merger by the holders of a majority of the outstanding Shares entitled to vote on such matter at a shareholders' meeting duly called and held for such purpose, on September 27, 2007, Merger Subsidiary merged with and into the Company, with the Company continuing as the surviving corporation and a wholly owned subsidiary of AIG. Pursuant to the terms of the Merger Agreement and subject to the conditions thereof, each Share issued and outstanding immediately prior to the Effective Time other than (i) Shares owned by AIG, Merger Subsidiary or any other direct or indirect wholly owned subsidiary of AIG (other than Shares held by any mutual fund advised or managed by any of AIG or any direct or indirect wholly owned subsidiary of AIG), (ii) Shares owned by the Company or any direct or indirect wholly owned subsidiary of the Company, and in each case not held on behalf of third parties, (iii) Shares subject to Company Awards (as described in the Merger Agreement), and (iv) Shares as to which appraisal rights are perfected under applicable law, was converted into the right to receive \$22.00 per Share in cash, without interest. On September 27, 2007 AIG issued a related press release. A copy of the press release is being filed herewith as Exhibit C.

As a result of the Merger, 100% of the Shares of the Company are held by AIG and the AIG Subs, the trading of the common stock of the Company was suspended as of the close of business on September 27, 2007, the Company has requested that the New York Stock Exchange file an application on Form 25 to report that the common stock of the Company is no longer listed on the New York Stock Exchange and the Company will become eligible for termination of registration pursuant to Section 12(g)(4) of the Exchange Act. AIG intends to cause the filing of such an application for termination of registration under the Exchange Act. AIG may change in the future the Company's business and corporate structure and may sell, transfer or otherwise dispose of all or some of the Company's assets.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended and restated as follows:

(A) AIG's and each AIG Sub's current ownership interests in the Company and the Common Stock of the Company is set forth on the cover pages to this Amendment No. 24 to Schedule 13D and is incorporated by reference herein.

(B) AIG and each AIG Sub share voting and dispositive power as to all of the Shares owned by each such AIG Sub.

(C) Except as set forth below and except for the transactions contemplated by the Merger, AIG, and the AIG Subs and, to the best of each of their knowledge, AIG and the AIG Subs' respective executive officers and directors (as listed in Exhibit A), have not engaged in any transactions in the Common Stock of the Company during the past sixty days.

The Seasons Series TR Value Small Cap fund, which is managed by subsidiaries of AIG, (i) on August 16, 2007, acquired 52 shares of common stock of the Company in the open market at \$21.87 per share and (ii) on September 19, 2007, acquired 67 shares of common stock of the Company in the open market at \$22.11 per share.

The NAF VP1--AG Small Cap Index fund, which is managed by subsidiaries of AIG, on August 1, 2007, acquired 1,186 shares of common stock of the Company in the open market at \$21.85 per share.

AIG has no available information regarding beneficial ownership of or transactions in the Common Stock of the Company by Messrs. Greenberg and Matthews, SICO, Starr, Universal Foundation, the Greenberg Foundation and the Greenberg Joint Tenancy Corporation or their respective directors and executive officers.

(D) - (E) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 of the Schedule 13D is hereby supplemented by adding the following before the last sentence thereof:

Amendment No. 1 to the Agreement and Plan of Merger, which is attached hereto as Exhibit B and the Amended and Restated Agreement of Joint Filing pursuant to which HoldCos became additional parties to the Agreement of Joint Filing and which is attached hereto as Exhibit D are also included under this Item 6.

Item 7. Materials to be Filed as Exhibits.

(A) List of the Directors and Executive Officers of American International Group, Inc., AIG Commercial Insurance Group, Inc., AIG Property Casualty Group, Inc., American Home Assurance Company, Commerce and Industry Insurance Company, New Hampshire Insurance Company, National Union Fire Insurance Company of Pittsburgh, Pa., Starr International Company, Inc., C.V. Starr & Co., Inc., Universal Foundation, Inc., The Maurice R. and Corinne P. Greenberg Family Foundation, Inc. and The Maurice R. and Corinne P. Greenberg Joint Tenancy Corporation, Inc., their business addresses and principal occupations.

(B) Amendment No. 1 to the Agreement and Plan of Merger, dated June 8, 2007.

(C) Press Release, dated September 27, 2007.

(D) Amended and Restated Agreement of Joint Filing, dated September 27, 2007.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Dated: September 27, 2007

AMERICAN INTERNATIONAL GROUP, INC.

By: /s/ Kathleen E. Shannon

Name: Kathleen E. Shannon
Title: Senior Vice President and
Secretary

AMERICAN HOME ASSURANCE COMPANY

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President, Chief
Financial Officer and Treasurer

COMMERCE AND INDUSTRY INSURANCE COMPANY

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President, Chief
Financial Officer and Treasurer

NEW HAMPSHIRE INSURANCE COMPANY

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President, Chief
Financial Officer and Treasurer

NATIONAL UNION FIRE INSURANCE COMPANY OF
PITTSBURGH, PA.

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President, Chief
Financial Officer and Treasurer

AIG COMMERCIAL INSURANCE GROUP, INC.

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Chief Financial Officer,
Executive Vice President and
Treasurer

AIG PROPERTY CASUALTY GROUP, INC.

By: /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Chief Financial Officer,
Executive Vice President and
Treasurer

EXHIBIT INDEX

Exhibit No. -----	Description -----	Location -----
A.	List of the Directors and Executive Officers of American International Group, Inc., AIG Commercial Insurance Group, Inc., AIG Property Casualty Group, Inc., American Home Assurance Company, Commerce and Industry Insurance Company, New Hampshire Insurance Company, National Union Fire Insurance Company of Pittsburgh, Pa., Starr International Company, Inc., C.V. Starr & Co., Inc., Universal Foundation, Inc., The Maurice R. and Corinne P. Greenberg Family Foundation, Inc. and The Maurice R. and Corinne P. Greenberg Joint Tenancy Corporation, Inc., their business addresses and principal occupations.	Filed herewith.
B.	Amendment No. 1 to the Agreement and Plan of Merger, dated June 8, 2007.	Filed herewith.
C.	Press Release, dated September 27, 2007.	Filed herewith.
D.	Amended and Restated Agreement of Joint Filing, dated September 27, 2007.	Filed herewith.

EXHIBIT A

DIRECTORS AND EXECUTIVE OFFICERS OF AMERICAN INTERNATIONAL GROUP, INC.

Marshall A. Cohen	Director	Counsel, Cassels, Brock & Blackwell	Cassels, Brock & Blackwell, 40 King Street West, 20th Floor, Toronto, Ontario M5H 3C2
Martin S. Feldstein	Director	Professor of Economics, Harvard University; President and CEO, National Bureau of Economic Research	National Bureau of Economic Research, Inc., 1050 Massachusetts Avenue, Cambridge, Massachusetts 02138
Ellen V. Futter	Director	President, American Museum of Natural History	American Museum of Natural History, Central Park West at 79th Street, New York, New York 10024
Stephen L. Hammerman	Director	Retired; Former Deputy Commissioner for Legal Matters for the New York Police Department and Vice Chairman, Merrill Lynch & Co., Inc.	c/o 70 Pine Street, New York, New York 10270
Richard C. Holbrooke	Director	Vice Chairman, Perseus LLC	Perseus LLC, 1235 Avenue of the Americas, New York, New York, 10019
Fred H. Langhammer	Director	Chairman, Global Affairs and Former Chief Executive Officer, The Estee Lauder Companies Inc.	767 Fifth Avenue, New York, New York 10153
George L. Miles, Jr.	Director	President and Chief Executive Officer, WQED Multimedia	4802 Fifth Avenue, Pittsburgh, Pennsylvania 15213
Morris W. Offit	Director	Chairman, Offit Capital Advisors LLC	65 East 55th Street, New York, New York 10022
James F. Orr III	Director	Chairman of the Board of Trustees, The Rockefeller Foundation	420 Fifth Avenue, New York, New York 10018
Virginia M. Rometty	Director	Senior Vice President - Global Business Services, International Business Machines Corporation	Route 100, Mail Drop 2275, Building 2, Somers, New York 10589
Martin J. Sullivan	Director and Executive Officer	President and Chief Executive Officer	70 Pine Street, New York, New York 10270
Michael H. Sutton	Director	Consultant; Former Chief Accountant of the United States Securities and Exchange Commission	c/o 70 Pine Street, New York, New York 10270
Edmund S.W. Tse	Director and Executive Officer	Senior Vice Chairman - Life Insurance	American International Assurance Co., Ltd., 1 Connaught Central Road, Hong Kong
Robert B. Willumstad	Director	Founder and Partner of Brysam Global Partners; Former President and Chief Operating Officer, Citigroup Inc.	277 Park Avenue, New York, New York 10172
Frank G. Zarb	Director	Senior Advisor, Hellman & Friedman LLC; Former Chairman and Chief Executive Officer, National Association of Securities Dealers, Inc. and The Nasdaq Stock Market, Inc.	390 Park Avenue, New York, New York 10022
Dr. Jacob A. Frenkel	Executive Officer	Vice Chairman - Global Economic Strategies	70 Pine Street, New York, New York 10270
Frank G. Wisner	Executive Officer	Vice Chairman - External Affairs	70 Pine Street, New York, New York 10270
Steven J. Bensinger	Executive Officer	Executive Vice President & Chief Financial Officer	70 Pine Street, New York, New York 10270
Anastasia D. Kelly	Executive Officer	Executive Vice President, General Counsel and Senior Regulatory and Compliance Officer	70 Pine Street, New York, New York 10270
Rodney O. Martin, Jr.	Executive Officer	Executive Vice President - Life Insurance	70 Pine Street, New York, New York, 10270
Kristian P. Moor	Executive Officer	Executive Vice President - Domestic General Insurance	175 Water Street, New York, New York 10038
Win J. Neuger	Executive Officer	Executive Vice President & Chief Investment Officer	70 Pine Street, New York, New York 10270
Robert M. Sandler	Executive Officer	Executive Vice President - Domestic Personal Lines	70 Pine Street, New York, New York 10270
Nicholas C. Walsh	Executive Officer	Executive Vice President - Foreign General Insurance	70 Pine Street, New York, New York 10270
Jay S. Wintrob	Executive Officer	Executive Vice President - Retirement Services	AIG Retirement Services, Inc., 1999 Avenue of the Stars, Los Angeles, California 90067
William N. Dooley	Executive Director	Senior Vice President - Financial Services	70 Pine Street, New York, New York 10270

David L. Herzog	Executive Officer	Senior Vice President & Comptroller	70 Pine Street, New York, New York 10270
Andrew J. Kaslow	Executive Officer	Senior Vice President & Chief Human Resources Officer	70 Pine Street, New York, New York 10270
Robert E. Lewis	Executive Officer	Senior Vice President & Chief Risk Officer	70 Pine Street, New York, New York 10270
Brian T. Schreiber	Executive Officer	Senior Vice President - Strategic Planning	70 Pine Street, New York, New York 10270

DIRECTORS AND EXECUTIVE OFFICERS OF AIG COMMERCIAL INSURANCE GROUP, INC.
("AIGCIG")

Name	Position	Title	Address
Charles H. Dangelo	Director	Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York, New York 10038
John Q. Doyle	Director	Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Kenneth V. Harkins	Director and Executive Officer	Executive Vice President and General Counsel, AIGCIG; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
David L. Herzog	Director	Senior Vice President and Comptroller, AIG	70 Pine Street, New York, New York 10270
Kevin H. Kelley	Director	Chief Executive Officer and Chairman of the Board of Lexington Insurance Company	100 Summer Street, Boston, Massachusetts 02110
Robert E. Lewis	Director	Senior Vice President & Chief Risk Officer, AIG	70 Pine Street, New York, New York 10270
Kristian P. Moor	Director and Executive Officer	Chairman of the Board and President, AIGCIG; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
Robert S.H. Schimek	Director and Executive Officer	Executive Vice President, Chief Financial Officer and Treasurer, AIGCIG; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Robert J. Beier	Executive Officer	Senior Vice President, AIGCIG; Senior Vice President/COO of Sales & Marketing and Strategic Initiatives of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Carl E. Chamberlain	Executive Officer	Senior Vice President, AIGCIG; Senior Vice President and Chief Underwriting Resource Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, AIGCIG; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Worth G. Knight, Jr.	Executive Officer	Executive Vice President, AIGCIG; President - AIG WorldSource division	175 Water Street, New York, New York 10038
Gary E. Muoio	Executive Officer	Chief Operations Officer, AIGCIG; Vice President of the AIG Domestic Brokerage Group division - Operations and Systems Executive	175 Water Street, New York, New York 10038
Mary Ann Ross	Executive Officer	Executive Vice President, AIGCIG; Senior Vice President of the AIG Domestic Brokerage Group division - HR Domestic General Insurance	175 Water Street, New York, New York 10038
Charles R. Schader	Executive Officer	Executive Vice President, AIGCIG; Senior Vice President - Claims, AIG	175 Water Street, New York, New York 10038
George M. Williams	Executive Officer	Chief Operations Officer, AIGCIG; Senior Vice President of the AIG Domestic Brokerage Group division - Corporate Operations Officer	70 Pine Street, New York, New York 10270

DIRECTORS AND EXECUTIVE OFFICERS OF AIG PROPERTY CASUALTY GROUP, INC.
 ("AIGPCG")

M. Bernard Aidinoff	Director	Retired Partner, Sullivan & Cromwell LLP	Sullivan & Cromwell LLP, 125 Broad Street, New York New York, 10004
Richard H. Booth	Director	Chairman of HSB Group, Inc.	One State Street, Hartford, Connecticut 06102
Charles H. Dangelo	Director and Executive Officer	Executive Vice President, AIGPCG; Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York, New York 10038
John Q. Doyle	Director	Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Kenneth V. Harkins	Director and Executive Officer	Executive Vice President and General Counsel, AIGPCG; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
David L. Herzog	Director	Senior Vice President and Comptroller, AIG	70 Pine Street, New York, New York 10270
Kevin H. Kelley	Director	Chief Executive Officer and Chairman of the Board of Lexington Insurance Company	100 Summer Street, Boston, Massachusetts 02110
Robert E. Lewis	Director	Senior Vice President & Chief Risk Officer, AIG	70 Pine Street, New York, New York 10270
Kristian P. Moor	Director and Executive Officer	Chairman of the Board and President, AIGPCG; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
William V. Nutt, Jr.	Director	President and Chief Executive Officer of United Guaranty Corporation	230 N. Elm Street, Greensboro, North Carolina 27401
Robert S.H. Schimek	Director and Executive Officer	Executive Vice President, Chief Financial Officer and Treasurer, AIGPCG; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Nicholas C. Walsh	Director	Executive Vice President - Foreign General Insurance, AIG	70 Pine Street, New York, New York 10270
Mary Ann Ross	Executive Officer	Executive Vice President, AIGPCG; Senior Vice President of the AIG Domestic Brokerage Group division - HR Domestic General Insurance	175 Water Street, New York, New York 10038
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, AIGPCG; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Mark T. Willis	Executive Officer	Executive Vice President, AIGPCG; Vice President, AIG	300 South Riverside Plaza, Suite 2100, Chicago, Illinois 60606

DIRECTORS AND EXECUTIVE OFFICERS OF AMERICAN HOME ASSURANCE COMPANY ("AHAC")

M. Bernard Aidinoff	Director	Retired Partner, Sullivan & Cromwell LLP	Sullivan & Cromwell LLP, 125 Broad Street, New York, New York 10004
Charles H. Dangelo	Director and Executive Officer	Senior Vice President, AHAC; Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York, New York 10038
John Q. Doyle	Director and Executive Officer	President and CEO, AHAC; Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
David N. Fields	Director	President of AIG Risk Finance division	70 Pine Street, New York, New York 10270
Kenneth V. Harkins	Director and Executive Officer	Senior Vice President and General Counsel, AHAC; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
David L. Herzog	Director	Senior Vice President & Comptroller, AIG	70 Pine Street, New York, New York 10270
Worth G. Knight, Jr.	Director	President - AIG WorldSource division	175 Water Street, New York, New York 10038
Robert E. Lewis	Director	Senior Vice President and Chief Risk Officer, AIG	70 Pine Street, New York, New York 10270
Kristian P. Moor	Director and Executive Officer	Chairman of the Board, AHAC; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
Robert S.H. Schimek	Director and Executive Officer	Senior Vice President, Chief Financial Officer and Treasurer, AHAC; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Nicholas S. Tyler	Director	Vice President - Foreign General Insurance, AIG	175 Water Street, New York, New York 10038
Nicholas C. Walsh	Director and Executive Officer	Senior Vice President, AHAC; Executive Vice President - Foreign General Insurance, AIG	70 Pine Street, New York, New York 10270
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, AHAC; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Jose R. Gonzalez	Executive Officer	Senior Vice President, AHAC;	175 Water Street, New York, New York 10038
James C. Roberts	Executive Officer	Senior Vice President, AHAC; Senior Vice President of the AIG Domestic Brokerage Group division	5 Wood Hollow Road, Parsippany, New Jersey 07054
Charles R. Schader	Executive Officer	Senior Vice President, AHAC; Senior Vice President - Claims, AIG	175 Water Street, New York, New York 10038
Mark T. Willis	Executive Officer	Senior Vice President, AHAC; Vice President, AIG	175 Water Street, New York, New York 10038
Timothy J. McAuliffe Jr.	Executive Officer	Senior Vice President, AHAC; President of the AIG Excess Casualty division	175 Water Street, New York, New York 10038
Robert G. Purdy	Executive Officer	Senior Vice President, AHAC; President of the AIG Specialty Workers Compensation division	5 Wood Hollow Road, Parsippany, New Jersey 07054

DIRECTORS AND EXECUTIVE OFFICERS OF COMMERCE
AND INDUSTRY INSURANCE COMPANY ("C&I")

M. Bernard Aidinoff	Director	Retired Partner, Sullivan & Cromwell LLP	Sullivan & Cromwell LLP, 125 Broad Street, New York, New York 10004
Joseph L. Boren	Director and Executive Officer	President and Chief Executive Officer, C&I	175 Water Street, New York, New York 10038
Charles Dangelo	Director and Executive Officer	Senior Vice President, C&I; Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York New York 10038
John Q. Doyle	Director	Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
David N. Fields	Director	President of the AIG Risk Finance division	70 Pine Street, New York, New York 10270
David L. Herzog	Director	Senior Vice President & Comptroller, AIG	70 Pine Street, New York, New York 10270
Worth G. Knight, Jr.	Director	President - AIG WorldSource division	175 Water Street, New York, New York 10038
Robert E. Lewis	Director	Senior Vice President and Chief Risk Officer, AIG	70 Pine Street, New York, New York 10270
Kristian P. Moor	Director and Executive Officer	Chairman of the Board, C&I; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
Robert S.H. Schimek	Director Executive Officer	Senior Vice President, Chief Financial Officer and Treasurer, C&I; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Nicholas C. Walsh	Director	Executive Vice President - Foreign General Insurance, AIG	70 Pine Street, New York, New York 10270
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, C&I; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Kenneth V. Harkins	Director and Executive Officer	Senior Vice President and General Counsel, C&I; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
John T. O'Brien	Executive Officer	Chief Operating Officer and Executive Vice President, C&I; Executive Vice President and Chief Operating Officer of the AIG Environmental division	175 Water Street, New York, New York 10038
Charles R. Schader	Executive Officer	Senior Vice President, C&I; Senior Vice President - Claims, AIG	175 Water Street, New York, New York 10038

DIRECTORS AND EXECUTIVE OFFICERS OF NEW HAMPSHIRE INSURANCE COMPANY ("NHIC")

M. Bernard Aidinoff	Director	Retired Partner, Sullivan & Cromwell LLP	Sullivan & Cromwell LLP, 125 Broad Street, New York, New York 10004
Charles Dangelo	Director and Executive Officer	Senior Vice President, NHIC; Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York, New York 10038
David N. Fields	Director	President of the AIG Risk Finance division	70 Pine Street, New York, New York 10270
David L. Herzog	Director	Senior Vice President & Comptroller, AIG	70 Pine Street, New York, New York 10270
Worth G. Knight, Jr.	Director	President - AIG WorldSource division	175 Water Street, New York, New York 10038
Kristian P. Moor	Director and Executive Officer	Chairman of the Board, President and Chief Executive Officer, NHIC; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
Robert S.H. Schimek	Director and Executive Officer	Senior Vice President, Chief Financial Officer and Treasurer, NHIC; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Nicholas S. Tyler	Director	Vice President - Foreign General Insurance, AIG	175 Water Street, New York, New York 10038
Nicholas C. Walsh	Director and Executive Officer	Senior Vice President, NHIC; Executive Vice President - Foreign General Insurance, AIG	70 Pine Street, New York, New York 10270
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, NHIC; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Kenneth V. Harkins	Executive Officer	Senior Vice President and General Counsel, NHIC; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
Charles R. Schader	Executive Officer	Senior Vice President, NHIC; Senior Vice President - Claims, AIG	175 Water Street, New York, New York 10038

DIRECTORS AND EXECUTIVE OFFICERS OF NATIONAL UNION FIRE INSURANCE COMPANY OF
PITTSBURGH, PA. ("NUFIC")

M. Bernard Aidinoff	Director	Retired Partner, Sullivan & Cromwell LLP	Sullivan & Cromwell LLP, 125 Broad Street, New York, New York 10004
Charles Dangelo	Director and Executive Officer	Senior Vice President, NUFIC; Senior Vice President and Senior Reinsurance Officer, AIG	110 William Street, New York, New York 10038
John Q. Doyle	Director and Executive Officer	President and Chief Executive Officer, NUFIC; Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
David N. Fields	Director	President of the AIG Risk Finance division	70 Pine Street, New York, New York 10270
David L. Herzog	Director	Senior Vice President and Comptroller, AIG	70 Pine Street, New York, New York 10270
Worth G. Knight, Jr.	Director	President - AIG WorldSource division	175 Water Street, New York, NY 10038
Robert E. Lewis	Director	Senior Vice President and Chief Risk Officer, AIG	70 Pine Street, New York, New York 10270
Kristian P. Moor	Director and Executive Officer	Chairman of the Board, NUFIC; Executive Vice President - Domestic General Insurance, AIG	175 Water Street, New York, New York 10038
Win J. Neuger	Director	Executive Vice President and Chief Investment Officer, AIG	70 Pine Street, New York, New York 10270
Robert S.H. Schimek	Director and Executive Officer	Senior Vice President, Chief Financial Officer and Treasurer, NUFIC; Senior Vice President and Chief Financial Officer of the AIG Domestic Brokerage Group division	175 Water Street, New York, New York 10038
Nicholas S. Tyler	Director	Vice President - Foreign General Insurance, AIG	175 Water Street, New York, New York 10038
Nicholas C. Walsh	Director and Executive Officer	Senior Vice President, NUFIC; Executive Vice President - Foreign General Insurance, AIG	70 Pine Street, New York, New York 10270
John R. Benedetto	Executive Officer	Senior Vice President, NUFIC; President of the AIG National Accounts Management Liability division	175 Water Street, New York, New York 10038
Christopher V. Blum	Executive Officer	Senior Vice President, NUFIC; Senior Vice President and Associate General Counsel of the AIG Executive Liability division	175 Water Street, New York, New York 10038
Frank H. Douglas, Jr.	Executive Officer	Senior Vice President, NUFIC; Senior Vice President and Casualty Actuary, AIG	70 Pine Street, New York, New York 10270
Heather Fox	Executive Officer	Senior Vice President, NUFIC; Chief Underwriting Officer and Senior Vice President of the AIG Executive Liability division	175 Water Street, New York, New York 10038
Irwin H. Goldfarb	Executive Officer	Senior Vice President, NUFIC; Senior Vice President and Chief Financial Officer of the AIG Executive Liability division	175 Water Street, New York, New York 10038
Kenneth V. Harkins	Director and Executive Officer	Senior Vice President and General Counsel, NUFIC; Deputy General Counsel, AIG	175 Water Street, New York, New York 10038
Brian R. Inselberg	Executive Officer	Senior Vice President, NUFIC; President of the AIG Private Company and Not- for-Profit division	175 Water Street, New York, New York 10038
Scott A. Meyer	Executive Officer	Senior Vice President, NUFIC; President of the AIG Financial Institutions division	175 Water Street, New York, New York 10038
Charles R. Schader	Executive Officer	Senior Vice President, NUFIC; Senior Vice President - Claim, AIG	175 Water Street, New York, New York 10038
Michael W. Smith	Executive Officer	Senior Vice President, NUFIC; President of AIG Domestic Claims, Inc.	175 Water Street, New York, New York 10038
Mark T. Willis	Executive Officer	Senior Vice President, NUFIC; Vice President, AIG	175 Water Street, New York, New York 10038

DIRECTORS AND EXECUTIVE OFFICERS OF STARR INTERNATIONAL COMPANY, INC.

Maurice R. Greenberg	Chairman of the Board and Director	Chairman of the Board and director, Starr International Company, Inc. and C.V. Starr & Co., Inc.; Chief Executive Officer, C.V. Starr & Co., Inc.; trustee of C.V. Starr & Co., Inc. Trust; member, director and Chairman of the Board, The Starr Foundation.	399 Park Avenue, 17th Floor, New York, New York 10022
Joseph C.H. Johnson	President and Director	President and Director	101 First Street, Hamilton, Bermuda HM 12
Edward E. Matthews	Managing Director and Director	Managing Director and director, Starr International Company, Inc.; director and President, C.V. Starr & Co., Inc.; trustee, C.V. Starr & Co., Inc. Trust; member and director, The Starr Foundation.	399 Park Avenue, 17th Floor, New York, New York 10022
Houghton Freeman	Director	President, Freeman Foundation	499 Taber Hill Road, Stowe, VT 05672
Lawrence S. Greenberg	Director	Private Equity Investor	399 Park Avenue, 17th Floor, New York, New York 10022
Bertil P-H Lundquist	Director	Executive Vice President and General Counsel, C.V. Starr & Co., Inc.	399 Park Avenue, 17th Floor, New York, New York 10022
R. Kendall Nottingham	Director	Retired	435 Seaspray Avenue, Palm Beach, Florida 33480
Howard I. Smith	Director	Vice Chairman-Finance and Secretary, C.V. Starr & Co., Inc.	399 Park Avenue, 17th Floor, New York, NY 10022
John J. Roberts	Director	Retired; Honorary Director, American International Group, Inc.	Concordia Farms P.O. Box 703, Easton, MD 21601
Ernest Stempel	Director	Retired; Honorary Director, American International Group, Inc.	70 Pine Street, New York, NY 10270
Cesar Zalamea	Director	President and Chief Executive Officer, Starr International Company (Asia), Limited	Suite 1405-7, Two Exchange Square, 8 Connaught Place, Central, Hong Kong

DIRECTORS AND EXECUTIVE OFFICERS OF C.V. STARR & CO., INC.

Maurice R. Greenberg	Chairman of the Board, Director and Chief Executive Officer	(See above)	(See above)
Howard I. Smith	Vice Chairman-Finance and Secretary and Director	(See above)	(See above)
Edward E. Matthews	President and Director	(See above)	(See above)
Houghton Freeman	Director	(See above)	(See above)
John J. Roberts	Director	(See above)	(See above)
Bertil P-H Lundquist	Director	(See above)	(See above)
Lawrence S. Greenberg	Director	(See above)	(See above)

DIRECTORS AND EXECUTIVE OFFICERS OF UNIVERSAL FOUNDATION, INC.

Stuart Osborne	President and Director	President of Universal Foundation	Mercury House 101 Front Street Hamilton HM 12, Bermuda
Eligia G. Fernando	Director	Retired	Mercury House 101 Front Street Hamilton HM 12, Bermuda

Cesar C. Zalamea	Director	(See above)	(See above)
Aloysius B. Colayco	Director	Managing Director, Argosy Partners	Argosy Partners 8th Floor, Pacific Star Building Makati City, Philippines
Jennifer Barclay	Secretary	Secretary of Universal Foundation	Mercury House 101 Front Street Hamilton HM 12, Bermuda
Margaret Barnes	Treasurer	Treasurer of Universal Foundation	Baarerstrasse 101, CH-6300 Zug, Switzerland

DIRECTORS AND EXECUTIVE OFFICERS OF THE MAURICE R. AND CORINNE P. GREENBERG
FAMILY FOUNDATION, INC.

Maurice R. Greenberg	Chairman and Director	(See above)	(See above)
Corinne P. Greenberg	President and Director	President and Director, Greenberg Foundation	399 Park Avenue, 17th Floor New York, New York 10022
Jeffrey W. Greenberg	Vice President and Director	Vice President and Director, Greenberg Foundation	399 Park Avenue, 17th Floor New York, New York 10022
Evan G. Greenberg	Vice President and Director	President and Chief Executive Officer, ACE Limited	399 Park Avenue, 17th Floor New York, New York 10022
Lawrence S. Greenberg	Vice President and Director	(See above)	(See above)
Shake Nahapetian	Treasurer	Administrative Assistant, C.V. Starr & Co., Inc.	399 Park Avenue, 17th Floor New York, New York 10022

DIRECTOR AND EXECUTIVE OFFICER OF THE MAURICE R. AND CORINNE P. GREENBERG JOINT
TENANCY CORPORATION, INC.

Maurice R. Greenberg	Chairman, CEO, President, Treasurer, Secretary and Director	(See above)	(See above)
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AMENDMENT NO.1 TO
AGREEMENT AND PLAN OF MERGER

AMENDMENT NO.1, dated as of June 8, 2007 (hereinafter called this "Amendment"), to that certain Agreement and Plan of Merger (the "Agreement and Plan of Merger"), dated as of May 15, 2007, among 21st Century Insurance Group, a Delaware corporation (the "Company"), American International Group, Inc., a Delaware corporation ("Parent"), and AIG TW Corp., a Delaware corporation and a wholly owned subsidiary of Parent ("Merger Sub"). Capitalized terms used but not otherwise defined in this Amendment shall have the respective meanings ascribed to them in the Agreement and Plan of Merger.

RECITALS

WHEREAS, the Company, Parent and Merger Sub desire to make a certain amendment to the Agreement, pursuant to Section 9.2 of the Agreement and Plan of Merger;

NOW, THEREFORE, in consideration of the premises and agreements contained herein, the parties hereto agree as follows:

1. Section 7.2(d) of the Agreement and Plan of Merger is hereby amended and restated in its entirety to read as follows:

Governmental Consents. All Company Approvals, Parent Approvals and Governmental Consents shall have been obtained or made, and shall have been obtained without the imposition of any term, condition or consequence the acceptance of which would constitute an Adverse Condition.

2. This Amendment may be executed in any number of counterparts, each such counterpart being deemed to be an original instrument, and all such counterparts shall together constitute the same agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, this Amendment has been duly executed and delivered by the duly authorized officers of the parties hereto as of the date first written above.

21ST CENTURY INSURANCE GROUP

By: /s/ Michael J. Cassanego
Name: Michael J. Cassanego
Title: Senior Vice President, Secretary and
General Counsel

AMERICAN INTERNATIONAL GROUP, INC.

By: /s/ Brian T. Schreiber
Name: Brian T. Schreiber
Title: Senior Vice President - Strategic Planning

AIG TW CORP.

By: /s/ Brian T. Schreiber
Name: Brian T. Schreiber
Title: President

[Amendment No.1 Signature Page]

[NEWS]
[AIG LOGO]

[21st CENTURY LOGO]

Contact: Charlene Hamrah (Investment Community)
(212) 770-7074
Joe Norton (News Media)
(212) 770-3144

AMERICAN INTERNATIONAL GROUP, INC.
COMPLETES ACQUISITION OF 21ST CENTURY INSURANCE GROUP

NEW YORK, September 27, 2007 - American International Group, Inc. (AIG) announced that it has completed the previously announced merger of a wholly owned subsidiary of AIG with 21st Century Insurance Group (21st Century). Upon consummation of the merger, AIG acquired the 39.3% of the 21st Century shares it did not previously own.

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American International Group, Inc. (AIG), world leaders in insurance and financial services, is the leading international insurance organization with operations in more than 130 countries and jurisdictions. AIG companies serve commercial, institutional and individual customers through the most extensive worldwide property-casualty and life insurance networks of any insurer. In addition, AIG companies are leading providers of retirement services, financial services and asset management around the world. AIG's common stock is listed on the New York Stock Exchange, as well as the stock exchanges in Paris, Switzerland and Tokyo.

#

AMENDED AND RESTATED AGREEMENT OF JOINT FILING

WHEREAS, American International Group, Inc., a Delaware corporation, American Home Assurance Company, a New York corporation, Commerce and Industry Insurance Company, a New York corporation, National Union Fire Insurance Company of Pittsburgh, Pa., a Pennsylvania corporation and New Hampshire Insurance Company, a Pennsylvania corporation (the "Original Parties") entered into an Agreement of Joint Filing dated as of December 15, 1994 (the "Agreement"); and

WHEREAS, the Original Parties desire further to amend and restate the Agreement in order to include AIG Commercial Insurance Group, Inc. and AIG Property Casualty Group, Inc. as additional parties who agree to the joint filing on their behalf of a Statement on Schedule 13D;

NOW, THEREFORE, BE IT RESOLVED, that the Agreement is hereby amended and restated follows:

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing on behalf of each of them of a Statement on Schedule 13D, or any amendments thereto, with respect to the common stock, par value \$0.001, of 21st Century Insurance Group and that this Agreement be included as an Exhibit to such filing.

Each of the undersigned represents and warrants to the others that the information about it contained in the Statement on Schedule 13D is, and in any amendment thereto will be, true, correct and complete in all material respects and in accordance with all applicable laws.

This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall be deemed to constitute one and the same Agreement.

IN WITNESS WHEREOF, each of the undersigned hereby executes this Agreement as of September 27, 2007.

AMERICAN INTERNATIONAL GROUP, INC.

By /s/ Kathleen E. Shannon

Name: Kathleen E. Shannon
Title: Senior Vice President and
Secretary

AMERICAN HOME ASSURANCE COMPANY

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President,
Chief Financial Officer and
Treasurer

COMMERCE AND INDUSTRY INSURANCE COMPANY

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President,
Chief Financial Officer and
Treasurer

NEW HAMPSHIRE INSURANCE COMPANY

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President,
Chief Financial Officer and
Treasurer

NATIONAL UNION FIRE INSURANCE
COMPANY OF PITTSBURGH, PA.

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Senior Vice President,
Chief Financial Officer
and Treasurer

AIG COMMERCIAL INSURANCE GROUP, INC.

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Chief Financial Officer,
Executive Vice President
and Treasurer

AIG PROPERTY CASUALTY GROUP, INC.

By /s/ Robert S. Schimek

Name: Robert S. Schimek
Title: Chief Financial Officer,
Executive Vice President
and Treasurer