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Section 16. Form 4 or Form 5 obligations may continue. See							ngton, D.C	J. 20	949		(	OMB	APPRO	VAL			
														CMB Number: 3235-028 Estimated average burden hours per response: 0.			
tion 1(b).			File									.934		<u> </u>			]
1. Name and Address of Reporting Person* <u>Mouri Naohiro</u> (Last) (First) (Middle)					2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN INTERNATIONAL GROUP</u> <u>INC</u> [ AIG ]     3. Date of Earliest Transaction (Month/Day/Year)								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) EVP and Chief Auditor				wner
AMERICAN INTERNATIONAL GROUP, INC. 175 WATER STREET					03/30/2020												
(Street) NEW YORK NY 10038				_   4. I _	4. II Amendment, Date of Original Filed (Month/Day/Year)												
(Si	ate)	(Zip)															
	Tab	le I - Nor	-Deriv	vative	e Se	curitie	es Ac	quired	, Di	sposed o	of, or Be	neficial	ly Owned	ł			
Date					ear)	if any		Code	Transaction Disposed Code (Instr. 5)		ities Acquired (A) or d Of (D) (Instr. 3, 4 an		Securitie Benefici Owned F	es ally Following	Form (D) o	n: Direct r Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) o (D)	r Price	Transac	tion(s)			(Instr. 4)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)						Expiration Da		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported	s Ily	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisa	ble		Title	Amount or Number of Shares					
(1)	03/30/2020			A		6(1)		(1)		(1)	Common Stock	6	(1)	490		D	
(2)	03/30/2020			Α		42 <sup>(2)</sup>		(2)		(2)	Common Stock	42	(2)	3,114		D	
(3)	03/30/2020			Α		58 <sup>(3)</sup>		(3)		(3)	Common Stock	58	(3)	4,272		D	
(4)	03/30/2020			A		72 <sup>(4)</sup>		(4)		(4)	Common Stock	72	(4)	5,366		D	
	FORM a this box if no lc 116. Form 4 or ons may continion 1(b). ad Address of Naohiro (Fi CAN INTER DRK N (SI Conversion of Exercise Price of Derivative Security (Inst (1) (2) (3)	FORM 4 International and a second sec	FORM 4       UNITED         this box if no longer subject to inf. form 4 or Form 5 ons may continue. See ion 1(b).       STAT         id Address of Reporting Person* Naohiro       (Middle)         id Address of Reporting Person* Naohiro       (Middle)         id Address of Reporting Person*       (Middle)         CAN INTERNATIONAL GROUP, IN TER STREET       (Middle)         ORK       NY       10038         (State)       (Zip)         Table II - Non         Security (Instr. 3)         2.       3. Transaction Date Month/Day/Year)       3A. Deeme Execution if any (Month/Day/Year)         (1)       03/30/2020       (A. Deeme Execution if any (Month/Day/Year)         (1)       03/30/2020       (A. Deeme Execution if any (Month/Day/Year)         (2)       03/30/2020       (A. Deeme Execution if any (Month/Day/Year)	FORM 4 UNITED STATEMENTS STATEMENTS ONS MAY CONTINUE. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue. See info longer subject to a 16. Form 4 or Form 5 ons may continue of the form 4 or Form 5 ons may continue o	FORM 4 UNITED STATES  this box if no longer subject to 14.6.Form 4 or Form 5 ons may continue. See ition (19).  Title Person* INaohiro  (First) (Middle) CAN INTERNATIONAL GROUP, INC.  FR STREET  (Kitale) (Zip)  Table I - Non-Derivative (e.g., puts)  Conversion Con	FORM 4 UNITED STATES SITE This box if no longer subject to 10.6 form 4 or Form 5 son may continue. See to 1(b). Field pursuant or security (First) (Middle) CAN INTERNATIONAL GROUP, INC. ER STREET 0(State) (Zip) Conversion or Exercise Price of Derivative Security (Instr. 3) 1.7 ransaction Date Month/Day/Year) A. Deemed A. Deemed	FORM 4       UNITED STATES SECUR         STATEMENT OF COME is box if no longer subject to 136. Form 4 or Form 5 ons may continue. See iton 1(b).         Filed pursuant to Section or Section 30(h)         Add Address of Reporting Person*         Naohiro       2. Issuer Name a AMERICA INC [AIG]         (First)       (Middle)         CAN INTERNATIONAL GROUP, INC. TER STREET       3. Date of Earlies 03/30/2020         ORK       NY       10038         (State)       (Zip)         Calcing in the mendment         Security (Instr. 3)         2. Transaction Date Price of Price of Price of Security       3. Transaction Date Month/Day/Year)       2. Transaction Code (Instr. 8)       5. Num of the approximation (A) or of Date (A) (A)         (1)       03/30/2020       A. Deemed Execution Date, Price of Security       4. Solution (A) or of Date (A) (A)       5. Num of Solution (A) (A)         (2)       03/30/2020       A       A       6 <sup>(1)</sup> (2)       03/30/2020       A       A       58 <sup>(2)</sup>	FORM 4         UNITED STATES SECURITIE Washi           STATEMENT OF CHANGES Security of Form 5 ors may continue. see ion 1(b)           File pursuant to Section 16(b or Section 30(b) of the Address of Reporting Person"           ad Address of Reporting Person"         2. Issuer Name and Tir America (Site)           (First)         (Middle)           ANTITERNATIONAL GROUP, INC. FER STREET         3. Date of Earliest Tran 03/30/2020           ORK         NY         10038           (State)         (Zip)         2. Iransaction Date (Month/Day/Year)         2. Transaction Date (Month/Day/Year)         2. A Deemed Execution Date (Month/Day/Year)           2. Or exercise Price of Security         3. Transaction Date (Month/Day/Year)         3. Deemed Execution Date (Month/Day/Year)         5. Number of Date (Month/Day/Year)           1. Transaction Date (Month/Day/Year)         3. Deemed Execution Date (Month/Day/Year)         1. Transaction Date (Month/Day/Year)         5. Number of Date (Month/Day/Year)         5. Number of Derivative Security           1. O 3/30/2020         A         A         6(1)           (1)         03/30/2020         A         A           (2)         03/30/2020         A         58(3)           (3)         03/30/2020         A         58(3)	FORM 4       SUNTED STATES SECURITIES AN Washington, D.0.         STATEMENT OF CHANGES IN         STATEMENT OF CHANGES IN         Security of ma or form 5 or may continue. See tool 16(a) of the 10 westment of Section 16(a) of the 10 westment of Sec	FORM 4       UNITED STATES SECURITIES AND F Washington, D.C. 20         STATEMENT OF CHANCES IN BES IN 10.0         The pursuant to Section 16(a) of the Mescuritor or Seccina 30(b) of the Investment Col or Seccina 30(b) of the Investment Col	Suntreparters cancer and provide an	Source of control of	Prom 4         UNITED STATES SECURITES AND EXCHANGE COMMU Waington. D.C. 20549           Interpretation on some construction on some some some some some some some some	Prome 1         Distribution programme statute ratio         Statement of consistent of the statute ratio         Statement of the statement of th	NINTED STATES SECURITES AN EXCHANGE COMMISSION Waterington. Dr. 2009         Transaction of the borger subject to some into contrase. Some into contrese. Some interestore. Some into contrase. Some into con	Image: book of the longer subject to it. Service of the longer subject to it. Servit. Service of the longer subject to it. Service of t	Image: book of model or subject and the second or subject and the second or subject and the second or subject and the investment or section 3000 or the investment company Act of 1340         Image: book of model or subject and the investment o

## Explanation of Responses:

1. These securities are dividend equivalent rights in the form of 2016 Restricted Stock Units with respect to 2016 Restricted Stock Units previously awarded but not yet vested under the American International Group, Inc. 2013 Omnibus Incentive Plan. The remaining unvested 2016 Restricted Stock Units (including any related dividend equivalent rights in the form of 2016 Restricted Stock Units) vest on January 1, 2021, subject to the reporting person's continued employment through the applicable vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

2. These securities are dividend equivalent rights in the form of 2018 Restricted Stock Units with respect to 2018 Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan. The 2018 Restricted Stock Units (including any related dividend equivalent rights in the form of 2018 Restricted Stock Units) vest on January 1, 2021, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

3. These securities are dividend equivalent rights in the form of 2019 Restricted Stock Units with respect to 2019 Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan. The 2019 Restricted Stock Units (including any related dividend equivalent rights in the form of 2019 Restricted Stock Units) vest on January 1, 2022, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

4. These securities are dividend equivalent rights in the form of 2020 Restricted Stock Units with respect to 2020 Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan. The 2020 Restricted Stock Units (including any related dividend equivalent rights in the form of 2020 Restricted Stock Units) vest on January 1, 2023, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.



\*\* 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.