FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

washington, b.c. 20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person* STARR INTERNATIONAL CO INC (Last) (First) (Middle) FITZWILLIAM HALL					2. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP INC [AIG] 3. Date of Earliest Transaction (Month/Day/Year)									Director X 10% Owne Officer (give title below) Director below)				Owner (specify	
FITZWILLIAM PLACE (Street) DUBLIN L2 2															Form filed by More than One Reporting Person Person Person				
(St			on-Deriv	/ative	Sec	uritie	s Ac	auire	d. Di	sposed o	f. or E	Benefic	ially	Owne	ed				
1. Title of Security (Instr. 3) 2. Transac Date				ansaction :		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A)		ed (A) or	or 5. se Be		ount of ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) o (D)	Price		Trans	action(s)			(instr. 4)	
Common Stock 09/27/				2006	006			J ⁽¹⁾		621	A	1	S <mark>O</mark>	302,387,918		D			
Common Stock 09/27/				2006				S		400,000	D	\$66	\$66.239		301,987,918				
Common Stock 09/28/2				2006	006			S		400,000	D	\$66.	\$66.1493		301,587,918				
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	ercise (Month/Day/Year) if any of (Month/Day/Year) utive		Code (8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ative rities ired osed . 3, 4	Expira (Month	ation D h/Day/`	te Amount of Securities Underlying Derivative Security (Ir and 4) Expiration Amount of Security (Ir or Nu or Nu or Nu or Nu or Or Nu O		Amount or Number of	f Deriv Secu (Insti nostr. 3		derivative Securities Beneficially Owned Following Reported	Owner Form Direct or Inc (I) (In	: t (D) direct	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Final Conversion of Exercise Price of Derivative (Final Conversion of Exercise Price of Exercise Price of Exercise Price of Derivative (Final Conversion of Exercise Price of Exercise Price of Exercise Price of Derivative (Final Conversion of Exercise Price of E	(First) (CLIAM HALL LLIAM PLACE (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) LLIAM HALL LLIAM PLACE (State) (Zip) Table I - N Security (Instr. 3) Stock Stock Stock Table II 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) LLIAM HALL LLIAM PLACE (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transac Date (Month/Da Stock 09/27/2 Stock Table II - Derivat (e.g., p Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) LLIAM HALL (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. 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Date of O9/27/200 Execution Date (Instr. 3) AMER INC [A 3. Date of O9/27/200 Execution Date (Instr. 3) AMER INC [A 3. Date of O9/27/200 4. If Amendation Date (Instr. 3) AMER INC [A 3. Date of O9/27/200 Execution Date (Instr. 3) A Deemed Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year)	AMERICA INC [AIG] (First) (Middle) LLIAM HALL LLIAM PLACE Table I - Non-Derivative Securitie Security (Instr. 3) Stock O9/27/2006 Stock O9/27/2006 Stock O9/27/2006 Stock O9/27/2006 Table II - Derivative Securities (e.g., puts, calls, warrance) and core (month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warrance) and core (month/Day/Year) AMERICA INC [AIG] 3. Date of Earlies 09/27/2006 4. 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Explanation of Responses:

 $1.\ Distribution\ pursuant\ to\ Starr\ International\ Company,\ Inc.\ Deferred\ Compensation\ Profit\ Participation\ Plan.$

Remarks:

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

09/29/2006

** 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.