SEC Form 4

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	2
Filed surguest to Section 16(a) of the Securities Evolution Act of 1024	

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

			01 56	ection 30(n) of the in	vestment Con	Ipany Act of 1940					
1. Name and Addr Hunter Cons	stance	Person [*]	AM	er Name and Ticker ERICAN INT . [AIG]	υ.	^{mbol} DNAL GROUP,		tionship of Reportin all applicable) Director Officer (give title below)	ssuer Owner (specify)		
(Last) C/O AMERICA 1271 AVE OF		ATIONAL GROUP,		e of Earliest Transac /2022	ction (Month/D	ay/Year)		EVP, Head of	Strategy & E	SG	
(Street) NEW YORK NY 10020-1304				nendment, Date of (Original Filed	Month/Day/Year)	6. Indiv Line) X	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)						Feison			
		Table I - Non	-Derivative S	Securities Acq	uired, Disp	oosed of, or Benefi	cially (Owned			
1. Title of Security	y (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature of	

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Derivative		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3,		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				
Sign-on Restricted Stock Units	(1)	02/14/2022		A		27,886 ⁽²⁾		(2)	(2)	Common Stock	27,886	\$0.0000	27,886	D			

Explanation of Responses:

1. The Sign-on Restricted Stock Units convert to AIG Common Stock on a 1-to-1 basis.

2. Represents the grant of Sign-on Restricted Stock Units. One quarter of the Sign-on Restricted Stock Units vests on each of the first, second, third and fourth anniversary of the grant date (February 14, 2023; February 14, 2024; February 14, 2025; and February 14, 2026), subject to the reporting person's continued employment through each applicable vesting date, and are settled in shares of AIG Common Stock.

<u>/s/ Alanna Franco, attorney-in-</u> <u>fact</u>

<u>02/16/2022</u>

** 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.