
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 2, 2015

AMERICAN INTERNATIONAL GROUP, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-8787
(Commission
File Number)

13-2592361
(IRS Employer
Identification No.)

175 Water Street
New York, New York 10038
(Address of principal executive offices)

Registrant's telephone number, including area code: (212) 770-7000

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

Early Participation Results of Maximum Cash Tender Offer and Increase in the Amount to Be Accepted

On July 2, 2015, American International Group, Inc. (the “Company”) issued a press release announcing the early participation results as of the early participation date of its previously announced maximum cash tender offer for certain debt securities. The Company also increased the maximum aggregate principal amount of debt securities it can purchase in the tender offer, as set forth in the press release. A copy of the press release is attached as Exhibit 99.1 and is incorporated into this Item 8.01 by reference.

Pricing for Maximum Cash Tender Offer

On July 2, 2015, the Company issued a press release announcing the reference yields and total consideration for the “fixed spread” debt securities subject to its previously announced maximum cash tender offer for certain debt securities. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated into this Item 8.01 by reference.

Final Results for Any and All Cash Tender Offers

On July 2, 2015, the Company issued a press release announcing the final results of its previously announced cash tender offers for any and all of certain debt securities. A copy of the press release is attached hereto as Exhibit 99.3 and is incorporated into this Item 8.01 by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

- Exhibit 99.1 Press release dated July 2, 2015
- Exhibit 99.2 Press release dated July 2, 2015
- Exhibit 99.3 Press release dated July 2, 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN INTERNATIONAL GROUP, INC.

(Registrant)

Date: July 2, 2015

By: /s/ James J. Killerlane III

Name: James J. Killerlane III

Title: Associate General Counsel and Assistant Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	Press release dated July 2, 2015
Exhibit 99.2	Press release dated July 2, 2015
Exhibit 99.3	Press release dated July 2, 2015



Press Release
AIG
175 Water Street
New York, NY 10038
www.aig.com

Contacts:
Liz Werner (Investors): 212-770-7074; elizabeth.werner@aig.com
Jennifer Hendricks Sullivan (Media): 212-770-3141; jennifer.sullivan@aig.com

AIG ANNOUNCES EARLY PARTICIPATION RESULTS OF ITS MAXIMUM CASH TENDER OFFER AND AN INCREASE IN THE AMOUNT OF NOTES AND DEBENTURES TO BE ACCEPTED

NEW YORK, July 2, 2015 – American International Group, Inc. (NYSE: AIG) today announced the results as of the early participation date of its previously announced cash tender offer for the notes and debentures issued or guaranteed by AIG listed in the table below. As previously announced, the early participation date for the tender offer was 5:00 p.m., New York City time, on July 1, 2015. The complete terms of the tender offer are set forth in the offer to purchase dated June 18, 2015 (the “Offer to Purchase”) and the related letter of transmittal. The expiration date of the tender offer is 11:59 p.m., New York City time, on July 16, 2015, unless extended. The payment date for this tender offer will be promptly following its expiration and is expected to be on or about July 20, 2015. Consummation of the tender offer is subject to a number of conditions, including a financing condition (as described in the Offer to Purchase). Withdrawal rights for the tender offer expired at 5:00 p.m., New York City time, on July 1, 2015 and have not been extended.

AIG has increased the maximum amount of notes and debentures it can purchase in the tender offer to an aggregate principal amount (U.S. Dollar equivalent) of \$3.3 billion. Assuming no notes or debentures are validly tendered after the early participation date, AIG intends to accept for purchase all notes and debentures validly tendered and not withdrawn prior to 5:00 p.m., New York City time, on July 1, 2015. If the aggregate principal amount of notes or debentures validly tendered prior to the expiration date exceeds \$3.3 billion, AIG will accept for payment all notes or debentures validly tendered in accordance with the acceptance priority levels set forth in the table below. If there are sufficient remaining funds to purchase some, but not all, of the remaining tendered notes or debentures at any acceptance priority level without exceeding the tender cap, AIG will accept for payment such tendered notes or debentures on a prorated basis.

As previously announced, the applicable “Reference Yield” and resulting “Total Consideration” for each series of “Fixed Spread” notes and debentures included in the tender offer will be determined (i) with respect to each series of notes or debentures denominated in U.S. Dollars at 10:00 a.m., New York City time, today and (ii) with respect to each series of securities denominated in Sterling or Euro at 3:00 p.m., London time, today. See the Offer to Purchase for additional information.

Copies of the Offer to Purchase and the related letter of transmittal are available at the following web address: <http://www.gbsc-usa.com/aig/>.

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This press release is qualified in its entirety by the Offer to Purchase and related letter of transmittal.

AIG has retained Barclays Bank PLC, Barclays Capital Inc., Credit Suisse Securities (Europe) Limited



and Credit Suisse Securities (USA) LLC as the Joint Lead Dealer Managers. Global Bondholder Services Corporation is the Information Agent and Depository. For additional information regarding the terms of the tender offer, please contact: Barclays Bank PLC at +44 (0) 207 773 8990 (international); Barclays Capital Inc. at (800) 438-3242 (toll-free) or (212) 528-7581 (collect); Credit Suisse Securities (Europe) Limited at +44 (0) 207 888 5564; or Credit Suisse Securities (USA) LLC at (800) 820-1653 (toll-free) or (212) 538-2147 (collect). Requests for documents and questions regarding the tendering of securities may be directed to Global Bondholder Services Corporation by telephone at (212) 430-3774 (for banks and brokers only), (866) 924-2200 (for all others toll-free) or +001 (212) 430-3774 (international), by email at aig@gbsc-usa.com or to the Joint Lead Dealer Managers at their respective telephone numbers.

This news release does not constitute an offer or an invitation by AIG to participate in the tender offer in any jurisdiction in which it is unlawful to make such an offer or solicitation in such jurisdiction.

Certain statements in this press release, including those describing the completion of the tender offer, constitute forward-looking statements. These statements are not historical facts but instead represent only AIG's belief regarding future events, many of which, by their nature, are inherently uncertain and outside AIG's control. It is possible that actual results will differ, possibly materially, from the anticipated results indicated in these statements. Factors that could cause actual results to differ, possibly materially, from those in the forward-looking statements are discussed throughout AIG's periodic filings with the SEC pursuant to the Securities Exchange Act of 1934.

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American International Group, Inc. (AIG) is a leading global insurance organization serving customers in more than 100 countries and jurisdictions. AIG companies serve commercial, institutional, and individual customers through one of the most extensive worldwide property-casualty networks of any insurer. In addition, AIG companies are leading providers of life insurance and retirement services in the United States. AIG common stock is listed on the New York Stock Exchange and the Tokyo Stock Exchange.

Additional information about AIG can be found at www.aig.com | YouTube: www.youtube.com/aig | Twitter: @AIGinsurance | LinkedIn: <http://www.linkedin.com/company/aig>.

AIG is the marketing name for the worldwide property-casualty, life and retirement, and general insurance operations of American International Group, Inc. For additional information, please visit our website at www.aig.com. All products and services are written or provided by subsidiaries or affiliates of American International Group, Inc. Products or services may not be available in all countries, and coverage is subject to actual policy language. Non-insurance products and services may be provided by independent third parties. Certain property-casualty coverages may be provided by a surplus lines insurer. Surplus lines insurers do not generally participate in state guaranty funds, and insureds are therefore not protected by such funds.



Title of Security	Issuer	Security Identifier	Principal Amount Outstanding (millions)	Acceptance Priority Levels	Principal Amount Tendered (millions)	Principal Amount Tendered (U.S. Dollar equivalent) (millions)	Percent of Amount Outstanding Tendered
5.850% Medium-Term Notes, Series G, due January 16, 2018	AIG	<u>CUSIP</u> : 02687QDG0 <u>ISIN</u> : US02687QDG01	\$2,411.0	1	\$1,301.9	\$1,301.9	54.0%
6.400% Notes Due 2020	AIG	<u>CUSIP</u> : 026874BW6 <u>ISIN</u> : US026874BW66	\$1,250.9	2	\$542.8	\$542.8	43.4%
3.375% Notes due 2020	AIG	<u>CUSIP</u> : 026874CX3 <u>ISIN</u> : US026874CX31	\$1,000.0	3	\$361.5	\$361.5	36.2%
8.000% Series A-7 Junior Subordinated Debentures†	AIG	<u>ISIN</u> : XS0365324838 (144A) XS0365323608 (Reg. S)	€13.5	4	€0.6	\$0.7	4.4%
8.625% Series A-8 Junior Subordinated Debentures†	AIG	<u>ISIN</u> : XS0365317113 (144A) XS0365314284 (Reg. S)	€5.6	5	€0.0	\$0.0	0.0%
5.60% Medium-Term Notes, Series G, due October 18, 2016	AIG	<u>CUSIP</u> : 02687QBC1 <u>ISIN</u> : US02687QBC15	\$645.6	6	\$337.0	\$337.0	52.2%
4.375 per cent. Notes due 26 April 2016†‡	AIG	<u>ISIN</u> : XS0252366702	€750.0	7	€108.0	\$119.5	14.4%
5.75% Series A-2 Junior Subordinated Debentures	AIG	<u>CUSIP</u> : 026874BF3 <u>ISIN</u> : XS0291641420	£161.7	8	£73.5	\$114.9	45.5%
4.875% Series A-3 Junior Subordinated Debentures	AIG	<u>CUSIP</u> : 026874BG1 <u>ISIN</u> : XS0291642154	€306.2	9	€143.6	\$158.9	46.9%



Title of Security	Issuer	Security Identifier	Principal Amount Outstanding (millions)	Acceptance Priority Levels	Principal Amount Tendered (millions)	Principal Amount Tendered (U.S. Dollar equivalent) (millions)	Percent of Amount Outstanding Tendered
6.765% Sterling Notes Due November 15, 2017†	AIG	<u>ISIN</u> : XS0827565663 XS0702072900 (144A) XS0702072819 (Reg. S)	£281.4	10	£178.1	\$278.4	63.3%
6.797% Euro Notes Due November 15, 2017†	AIG	<u>ISIN</u> : XS0827566711 XS0702072140 (144A) XS0702071928 (Reg. S)	€61.8	11	€20.6	\$22.8	33.4%
8 ½% Junior Subordinated Debentures due 2030	AIG Life Holdings, Inc.*	<u>CUSIP</u> : 00138GAA7 <u>ISIN</u> : US00138GAA76	\$116.4	12	\$0.0	\$0.0	0.0%
7.57% Junior Subordinated Deferrable Interest Debentures, Series A	AIG Life Holdings, Inc.*	<u>CUSIP</u> : 00138GAB5 <u>ISIN</u> : US00138GAB59	\$78.9	13	\$0.0	\$0.0	0.0%
8 ⅛% Junior Subordinated Deferrable Interest Debentures, Series B	AIG Life Holdings, Inc.*	<u>CUSIP</u> : 00138GAC3 <u>ISIN</u> : US00138GAC33	\$227.3	14	\$0.0	\$0.0	0.0%

* Guaranteed by AIG.

† Listed on the Official List of the Irish Stock Exchange and traded on its regulated market.

‡ The 4.375 per cent. Notes due 26 April 2016 are “Fixed Price” notes with a previously announced “Total Consideration” equal to €1,032.40 per €1,000 principal amount of notes validly tendered prior to 5:00 p.m., New York City time, on the early participation date, and accepted for purchase by AIG. See the table following the cover page to the Offer to Purchase for additional information.



Press Release
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AIG ANNOUNCES PRICING FOR ITS MAXIMUM CASH TENDER OFFER

NEW YORK, July 2, 2015 – American International Group, Inc. (NYSE: AIG) today announced the applicable Reference Yields and Total Consideration for each series of “Fixed Spread” notes and debentures included in its previously announced cash tender offer for the notes and debentures issued or guaranteed by AIG listed in the table below. The complete terms of the tender offer are set forth in the offer to purchase dated June 18, 2015 (the “Offer to Purchase”) and the related letter of transmittal. The early participation date for the tender offer was 5:00 p.m., New York City time, on July 1, 2015. The expiration date of the tender offer is 11:59 p.m., New York City time, on July 16, 2015, unless extended. The payment date for this tender offer will be promptly following its expiration and is expected to be on or about July 20, 2015. Consummation of the tender offer is subject to a number of conditions, including a financing condition (as described in the Offer to Purchase). Withdrawal rights for the tender offer expired at 5:00 p.m., New York City time, on July 1, 2015 and have not been extended.

Holders who validly tendered and did not validly withdraw their notes or debentures at or prior to 5:00 p.m., New York City time, on July 1, 2015, and whose tenders are accepted for purchase, will receive the Total Consideration set forth in the table below, which includes an early participation amount of \$50, £50 or €50 for each \$1,000, £1,000 or €1,000 principal amount, as applicable, of notes and debentures validly tendered and accepted for purchase. Holders validly tendering their notes or debentures after 5:00 p.m., New York City time, on July 1, 2015, and on or prior to the expiration date and whose securities are accepted for purchase, will be eligible to receive only the applicable “Tender Offer Consideration,” which is equal to the Total Consideration less the early participation amount. Holders whose notes and debentures are accepted in this tender offer will also receive a cash payment representing accrued interest from the most recent interest payment date to but excluding the payment date.

Assuming no additional notes or debentures are validly tendered after the early participation date, AIG intends to accept all notes or debentures validly tendered and not withdrawn prior to 5:00 p.m., New York City time, on July 1, 2015. Assuming no additional notes or debentures are validly tendered after the early participation date and the payment date for this tender offer occurs on July 20, 2015, the aggregate purchase price of the notes and debentures to be purchased in this tender offer (not including accrued and unpaid interest) will be approximately \$3.6 billion.

Copies of the Offer to Purchase and the related letter of transmittal are available at the following web address: <http://www.gbsc-usa.com/aig/>.

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This press release is qualified in its entirety by the Offer to Purchase and related letter of transmittal.

AIG has retained Barclays Bank PLC, Barclays Capital Inc., Credit Suisse Securities (Europe) Limited and Credit Suisse Securities (USA) LLC as the Joint Lead Dealer Managers. Global Bondholder Services Corporation is the Information Agent and the Depositary. For additional information regarding the terms of the tender offer, please contact: Barclays Bank PLC at +44 (0) 207 773 8990 (international); Barclays Capital Inc. at (800) 438-3242 (toll-free) or (212) 528-7581 (collect); Credit Suisse Securities (Europe) Limited at +44 (0) 207 888 5564; or Credit Suisse Securities (USA) LLC at (800) 820-1653 (toll-free) or (212) 538-2147 (collect). Requests for documents and questions regarding the tendering of the notes and debentures listed on the table below may be directed to Global Bondholder Services Corporation by telephone at (212) 430-3774 (for banks and brokers only), (866) 924-2200 (for all others toll-free) or +001 (212) 430-3774 (international), by email at aig@gbsc-usa.com or to the Joint Lead Dealer Managers at their respective telephone numbers.

This news release does not constitute an offer or an invitation by AIG to participate in the tender offer in any jurisdiction in which it is unlawful to make such an offer or solicitation in such jurisdiction.

Certain statements in this press release, including those describing the completion of the tender offer, constitute forward-looking statements. These statements are not historical facts but instead represent only AIG's belief regarding future events, many of which, by their nature, are inherently uncertain and outside AIG's control. It is possible that actual results will differ, possibly materially, from the anticipated results indicated in these statements. Factors that could cause actual results to differ, possibly materially, from those in the forward-looking statements are discussed throughout AIG's periodic filings with the SEC pursuant to the Securities Exchange Act of 1934.

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Additional information about AIG can be found at www.aig.com | YouTube: www.youtube.com/aig | Twitter: @AIGinsurance | LinkedIn: <http://www.linkedin.com/company/aig>.

AIG is the marketing name for the worldwide property-casualty, life and retirement, and general insurance operations of American International Group, Inc. For additional information, please visit our website at www.aig.com. All products and services are written or provided by subsidiaries or affiliates of American International Group, Inc. Products or services may not be available in all countries, and coverage is subject to actual policy language. Non-insurance products and services may be provided by independent third parties. Certain property-casualty coverages may be provided by a surplus lines insurer. Surplus lines insurers do not generally participate in state guaranty funds, and insureds are therefore not protected by such funds.



Title of Security	Issuer	Security Identifier	Principal Amount Outstanding (millions)	Acceptance Priority Level	Reference Yield	Reference Security/ Interpolated Rate	Fixed Spread	Total Consideration ⁽¹⁾⁽²⁾
5.850% Medium-Term Notes, Series G, due January 16, 2018	AIG	<u>CUSIP</u> : 02687QDG0 <u>ISIN</u> : US02687QDG01	\$2,411.0	1	1.001%	1.125% U.S. Treasury due 06/15/2018	55	\$1,104.56
6.400% Notes Due 2020	AIG	<u>CUSIP</u> : 026874BW6 <u>ISIN</u> : US026874BW66	\$1,250.9	2	1.633%	1.500% U.S. Treasury due 05/31/2020	100	\$1,188.52
3.375% Notes due 2020	AIG	<u>CUSIP</u> : 026874CX3 <u>ISIN</u> : US026874CX31	\$1,000.0	3	1.633%	1.500% U.S. Treasury due 05/31/2020	95	\$1,037.39
8.000% Series A-7 Junior Subordinated Debentures†	AIG	<u>ISIN</u> : XS0365324838 (144A) XS0365323608 (Reg. S)	€13.5	4	0.203%	May 2018 Interpolated Swap Rate	215	€1,153.21
8.625% Series A-8 Junior Subordinated Debentures†	AIG	<u>ISIN</u> : XS0365317113 (144A) XS0365314284 (Reg. S)	£5.6	5	0.831%	5.000% UK Treasury due 03/07/2018	230	£1,148.10
5.60% Medium-Term Notes, Series G, due October 18, 2016	AIG	<u>CUSIP</u> : 02687QBC1 <u>ISIN</u> : US02687QBC15	\$645.6	6	0.633%	0.625% U.S. Treasury due 05/31/2017	40	\$1,056.31
4.375 per cent. Notes due 26 April 2016†‡	AIG	<u>ISIN</u> : XS0252366702	€750.0	7	N/A	N/A	N/A	€1,032.40



Title of Security	Issuer	Security Identifier	Principal Amount Outstanding (millions)	Acceptance Priority Level	Reference Yield	Reference Security/ Interpolated Rate	Fixed Spread	Total Consideration ⁽¹⁾⁽²⁾
5.75% Series A-2 Junior Subordinated Debentures	AIG	<u>CUSIP</u> : 026874BF3 <u>ISIN</u> : XS0291641420	£161.7	8	0.597%	1.750% UK Treasury due 01/22/2017	215	£1,048.22
4.875% Series A-3 Junior Subordinated Debentures	AIG	<u>CUSIP</u> : 026874BG1 <u>ISIN</u> : XS0291642154	€306.2	9	0.103%	March 2017 Interpolated Swap Rate	210	€1,042.79
6.765% Sterling Notes Due November 15, 2017†	AIG	<u>ISIN</u> : XS0827565663 XS0702072900 (144A) XS0702072819 (Reg. S)	£281.4	10	0.781%	1.000% UK Treasury due 09/07/2017	75	£1,118.85
6.797% Euro Notes Due November 15, 2017†	AIG	<u>ISIN</u> : XS0827566711 XS0702072140 (144A) XS0702071928 (Reg. S)	€61.8	11	0.153%	November 2017 Interpolated Swap Rate	50	€1,141.16
8 ½% Junior Subordinated Debentures due 2030	AIG Life Holdings, Inc.*	<u>CUSIP</u> : 00138GAA7 <u>ISIN</u> : US00138GAA76	\$116.4	12	2.384%	2.125% U.S. Treasury due 05/15/2025	280	\$1,341.95
7.57% Junior Subordinated Deferrable Interest Debentures, Series A	AIG Life Holdings, Inc.*	<u>CUSIP</u> : 00138GAB5 <u>ISIN</u> : US00138GAB59	\$78.9	13	3.205%	2.500% U.S. Treasury due 02/15/2045	265	\$1,242.02



Title of Security	Issuer	Security Identifier	Principal Amount Outstanding (millions)	Acceptance Priority Level	Reference Yield	Reference Security/ Interpolated Rate	Fixed Spread	Total Consideration ⁽¹⁾⁽²⁾
8 1/8% Junior Subordinated Deferrable Interest Debentures, Series B	AIG Life Holdings, Inc.*	CUSIP: 00138GAC3 ISIN: US00138GAC33	\$227.3	14	3.205%	2.500% U.S. Treasury due 02/15/2045	265	\$1,321.47

* Guaranteed by AIG.

† Listed on the Official List of the Irish Stock Exchange and traded on its regulated market.

‡ The 4.375 per cent. Notes due 26 April 2016 are "Fixed Price" notes. See the table following the cover page to the Offer to Purchase for additional information.

(1) The Total Consideration payable for each \$1,000, £1,000 or €1,000 principal amount of notes or debentures validly tendered on or prior to 5:00 p.m., New York City time, on the early participation date and accepted for purchase by AIG includes the early participation amount. In addition, holders whose notes or debentures are accepted will also receive accrued interest on such note or debenture.

(2) Assuming payment is made on July 20, 2015. Per \$1,000, £1,000 or €1,000 principal amount of notes or debentures.



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AIG ANNOUNCES FINAL RESULTS OF ITS ANY AND ALL CASH TENDER OFFERS

NEW YORK, July 2, 2015 – American International Group, Inc. (NYSE: AIG) today announced the final results as of 5:00 p.m., New York City time, on July 1, 2015, of its previously announced cash Tender Offers for any and all of the notes listed in the table below, pursuant to its offer to purchase dated June 18, 2015 (the “Offer to Purchase”). The Tender Offers expired at 5:00 p.m., New York City time, on July 1, 2015. The complete terms of the Tender Offers, including capitalized terms used but not defined herein, are set forth in the Offer to Purchase, the related letter of transmittal and the notice of guaranteed delivery.

AIG expects to accept all notes validly tendered and not withdrawn (including notes accepted for purchase pursuant to the guaranteed delivery procedures, if any) and to make payment on or about July 7, 2015.

As of the Expiration Date, the principal amounts of notes of each series outstanding and validly tendered and not validly withdrawn and the Total Consideration per CHF 1,000, EUR 1,000, JPY 1,000, MXN 1,000 or USD 1,000 principal amount are as set forth in the table below.

Holders whose notes are accepted in the Tender Offers will receive the Total Consideration, and, where applicable, a cash payment representing accrued interest from the most recent interest payment date to but excluding the Payment Date.

Copies of the Offer to Purchase, the related letter of transmittal and the notice of guaranteed delivery are available at the following web address: <http://www.gbhc-usa.com/aig/>.

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This press release is qualified in its entirety by the Offer to Purchase, related letter of transmittal and the notice of guaranteed delivery.

AIG retained Barclays Bank PLC, Barclays Capital Inc., Credit Suisse Securities (Europe) Limited and Credit Suisse Securities (USA) LLC as the Joint Lead Dealer Managers. Global Bondholder Services Corporation was the Information Agent and Depositary. For additional information regarding the expiration of the Tender Offers or the Payment Date, please contact: Barclays Bank PLC at +44 (0) 207 773 8990 (international); Barclays Capital Inc. at (800) 438-3242 (toll-free) or (212) 528-7581 (collect); Credit Suisse Securities (Europe) Limited at +44 (0) 207 888 5564; or Credit Suisse Securities (USA) LLC at (800) 820-1653 (toll-free) or (212) 538-2147 (collect); or Global Bondholder Services Corporation at (212) 430-3774 (for banks and brokers only), (866) 924-2200 (for all others toll-free) or +001-212-430-3774 (international), or by email at aig@gbhc-usa.com.



Certain statements in this press release, including those describing the payment for tendered notes in the Tender Offers, constitute forward-looking statements. These statements are not historical facts but instead represent only AIG's belief regarding future events, many of which, by their nature, are inherently uncertain and outside AIG's control. It is possible that actual results will differ, possibly materially, from the anticipated results indicated in these statements. Factors that could cause actual results to differ, possibly materially, from those in the forward-looking statements are discussed throughout AIG's periodic filings with the SEC pursuant to the Securities Exchange Act of 1934.

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Additional information about AIG can be found at www.aig.com | YouTube: www.youtube.com/aig | Twitter: @AIGinsurance | LinkedIn: <http://www.linkedin.com/company/aig>.

AIG is the marketing name for the worldwide property-casualty, life and retirement, and general insurance operations of American International Group, Inc. For additional information, please visit our website at www.aig.com. All products and services are written or provided by subsidiaries or affiliates of American International Group, Inc. Products or services may not be available in all countries, and coverage is subject to actual policy language. Non-insurance products and services may be provided by independent third parties. Certain property-casualty coverages may be provided by a surplus lines insurer. Surplus lines insurers do not generally participate in state guaranty funds, and insureds are therefore not protected by such funds.



Title of Security and Security Identifier	Principal Amount Outstanding (millions)	Principal Amount Tendered (millions)	Percent of Amount Outstanding Tendered	Total Consideration
2.275% Fixed Rate Notes Due 8 August 2016 <u>ISIN</u> : XS0263983040	JPY 2,000.0	JPY 200.0	10.0%	JPY 1,027.50
2.275% Fixed Rate Notes due 8 August 2016 <u>ISIN</u> : XS0263873373	JPY 300.0	JPY 100.0	33.3%	JPY 1,027.50
8.59% Fixed Rate Notes due September 15, 2016* <u>ISIN</u> : XS0266561769	MXN 265.1	MXN 7.0	2.6%	MXN 1,061.25
Fixed Rate Notes due 24 October 2016 <u>ISIN</u> : XS0287306830	JPY 20,000.0	JPY 0.0	0.0%	JPY 1,051.25
2.75 per cent. Notes due 2016† <u>ISIN</u> : CH0027962825	CHF 53.0	CHF 9.1	17.1%	CHF 1,057.50
7.98% Fixed Rate Notes due 15 June 2017* <u>ISIN</u> : XS0305757337	MXN 752.0	MXN 52.0	6.9%	MXN 1,075.00
3.375 per cent. Notes due 2017† <u>ISIN</u> : CH0031390476	CHF 34.5	CHF 16.0	46.3%	CHF 1,086.25
Fixed Rate Notes due 22 November 2017 <u>ISIN</u> : XS0309312469	JPY 20,000.0	JPY 0.0	0.0%	JPY 1,065.00
Fixed Rate Notes due April 24, 2018 <u>ISIN</u> : XS0309298296	JPY 20,000.0	JPY 0.0	0.0%	JPY 1,080.00
Fixed Rate Notes due 23 August 2018 <u>ISIN</u> : XS0309312113	JPY 20,000.0	JPY 0.0	0.0%	JPY 1,080.00
5.450% Medium-Term Notes, Series MP, Matched Investment Program, Due May 18, 2017 <u>CUSIP</u> : 02687QBW7 <u>ISIN</u> : US02687QBW78	USD 243.7	USD 65.1	26.7%	USD 1,076.62‡
5.000 per cent. notes due 2017* <u>ISIN</u> : XS0307512722	EUR 370.2	EUR 39.6	10.7%	EUR 1,092.15‡

* Listed on the Official List of the Irish Stock Exchange and traded on its regulated market.

† Listed on the SIX Swiss Exchange.

‡ Assuming payment is made on July 7, 2015.