
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): October 12, 2009

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.)

70 Pine Street

New York, New York 10270

(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 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 8 — Other Events

Item 8.01. Other Events

On October 12, 2009, American International Group, Inc. (AIG) announced that it had entered into an agreement to sell the 97.57 percent share of Nan Shan Life Insurance Company, Ltd. (Nan Shan) held through its subsidiaries to a consortium for approximately \$2.15 billion. As a result of this transaction, AIG expects to meet the criteria for “held-for-sale” accounting with respect to Nan Shan and recognize a loss of approximately \$1.4 billion net of taxes in the fourth quarter of 2009.

The press release announcing the agreement to sell Nan Shan is included as Exhibit 99.1 to this Form 8-K and is incorporated into this Item 8.01 by reference.

Section 9 — Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1 Press release of American International Group, Inc. dated October 12, 2009.

Contact: Christina Pretto (AIG News Media)
212-770-7083

Teri Watson (AIG Investment Community)
212-770-7074

Beatrice Lin (in Taiwan)
+886-937-072-461

**AIG ENTERS INTO AGREEMENT TO SELL NAN SHAN
TO CONSORTIUM LED BY PRIMUS FINANCIAL**

NEW YORK, October 12, 2009 — American International Group, Inc. (AIG) today announced an agreement to sell its 97.57% share of Nan Shan Life Insurance Company, Ltd. (Nan Shan) to a consortium comprising Primus Financial Holdings Limited, the Hong Kong-based financial services firm, and China Strategic Holdings Limited, the Hong Kong Stock Exchange-listed investment company, for approximately US\$2.15 billion.

“We are pleased to have found a buyer who shares our confidence in Nan Shan’s bright future, and who has pledged to continue Nan Shan’s commitment to its policyholders, agents, and employees, as well as to the people of Taiwan,” said Robert Benmosche, AIG Chief Executive Officer.

In acquiring Nan Shan, the Primus Financial consortium has agreed to maintain the Nan Shan brand, the existing compensation and benefits package for employees and the existing agency organizational and commission structure for a minimum of two years following the closing of the transaction. The current Nan Shan management team will remain in place.

Established in 1963, Nan Shan is the largest life insurer in Taiwan by total book value and the third largest by total premiums, serving four million policyholders via an extensive network of 24 branches, 450 agency offices, approximately 4,000 employees, and more than 34,000 agents.

Blackstone Advisory Partners and Morgan Stanley acted as financial advisors and Debevoise & Plimpton LLP and Lee & Li, Attorneys-At-Law served as legal advisors to AIG on this transaction.

The transaction is subject to the satisfaction of certain conditions, including receipt of regulatory approval.

—more—

American International Group, Inc.
70 Pine Street, New York, NY 10270

AIG Enters Agreement to Sell Nan Shan to Consortium Led by Primus Financial

October 12, 2009

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American International Group, Inc. (AIG), a world leader 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 Ireland and Tokyo.

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