

AMERICAN INTERNATIONAL GROUP INC

Form 8-K

October 29, 2010

Table of Contents

**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 29, 2010
Commission file number 1-8787**

**American International Group, Inc.
(Exact name of registrant as specified in its charter)**

Delaware
(State or other jurisdiction of incorporation or
organization)

13-2592361
(I.R.S. Employer Identification No.)

70 Pine Street, New York, New York
(Address of principal executive offices)

10270
(Zip Code)

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

Former name, former address and former fiscal year, if changed since last report: Not applicable

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))
-

TABLE OF CONTENTS

Item 8.01 Other Events.

SIGNATURES

Table of Contents

Section 8 Other Events

Item 8.01 Other Events.

On October 29, 2010, AIA Group Limited (AIA) announced that the over-allotment option has been fully exercised by the joint global coordinators on behalf of the international underwriters in respect of approximately 1.05 billion shares, increasing the total number of shares offered and sold in its public offering from approximately 7.03 billion to approximately 8.08 billion. Gross proceeds to AIA Aurora LLC were approximately \$20.51 billion (approximately HK\$159.08 billion) after the exercise of the over-allotment option.

Trading of AIA shares commenced on the Main Board of the Hong Kong Stock Exchange Limited on October 29, 2010.

Table of Contents

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 thereunto duly authorized.

American International Group, Inc.
(Registrant)

Date: October 29, 2010

By: /s/ Kathleen E. Shannon
Name: Kathleen E. Shannon
Title: Senior Vice President and Deputy
General Counsel