

AMERICAN INTERNATIONAL GROUP INC  
Form 3  
September 30, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|                                           |         |          |                                                  |  |                                                            |  |
|-------------------------------------------|---------|----------|--------------------------------------------------|--|------------------------------------------------------------|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement             |  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol         |  |
| Â STARR INTERNATIONAL CO INC              |         |          | (Month/Day/Year)                                 |  | AMERICAN INTERNATIONAL GROUP INC [AIG]                     |  |
| (Last)                                    | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer |  | 5. If Amendment, Date Original Filed(Month/Day/Year)       |  |
| 101 BAARERSTRASSE                         |         |          | (Check all applicable)                           |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |
| (Street)                                  |         |          | ___ Director                                     |  | _X_ 10% Owner                                              |  |
| CH 6300 ZUG,Â V8Â 41                      |         |          | ___ Officer                                      |  | ___ Other                                                  |  |
| (City)                                    | (State) | (Zip)    | (give title below)                               |  | (specify below)                                            |  |
|                                           |         |          |                                                  |  | _X_ Form filed by One Reporting Person                     |  |
|                                           |         |          |                                                  |  | ___ Form filed by More than One Reporting Person           |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock                    | 192,217,035                                           | D                                                        | Â                                                     |
| Common Stock                    | 15,700,000                                            | I                                                        | See Footnote <sup>(1)</sup>                           |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|------------------------------------|---------------------------------|-------------------------------------------------------|
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|------------------------------------|---------------------------------|-------------------------------------------------------|

| Date<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares | Derivative<br>Security | Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|------------------------|-------------------------------------------------------------|
|---------------------|--------------------|-------|----------------------------------|------------------------|-------------------------------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |         |       |
|-----------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                       | Director      | 10% Owner | Officer | Other |
| STARR INTERNATIONAL CO INC<br>101 BAARERSTRASSE<br>CH 6300 ZUG, V8 41 | ^             | ^ X       | ^       | ^     |

## Signatures

/s/Mike F. Huang,  
Attorney-In-Fact

09/30/2008

\*\*Signature of Reporting Person

Date

/s/Bertil P-H Lundqvist,  
Attorney-In-Fact

09/30/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) These shares are owned directly by Starr International Investments, Ltd., which is a wholly owned subsidiary of Starr International Company, Inc.

^

### Remarks:

Starr International Company, Inc. may be deemed to beneficially own more than 10% of the comm

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.