
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 16, 2008

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 5 — Corporate Governance and Management

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 16, 2008, American International Group, Inc. (AIG) issued a press release announcing that the Board of Directors of AIG elected Suzanne Nora Johnson a director. Committee membership for Ms. Nora Johnson will be determined at a later date. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Also on July 16, 2008, Richard C. Holbrooke informed AIG that he was resigning from the Board of Directors of AIG effective immediately.

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 July 16, 2008.

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 17, 2008

By: /s/ Kathleen E. Shannon
Name: Kathleen E. Shannon
Title: Senior Vice President and Secretary

News



Contact: Joe Norton (News Media)
212-770-3144

Charlene Hamrah (Investment Community)
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AIG ELECTS SUZANNE NORA JOHNSON TO BOARD OF DIRECTORS

NEW YORK, July 16, 2008 – The Board of Directors of American International Group, Inc. (AIG) today elected Suzanne Nora Johnson a Director.

Ms. Nora Johnson, 51, retired as Vice Chairman of The Goldman Sachs Group, Inc. in 2007. Ms. Nora Johnson had been at the firm for more than two decades in roles including the Head of the Global Investment Research Division and the Chairman of the Global Markets Institute. Prior to joining Goldman Sachs, Ms. Nora Johnson was an attorney with Simpson Thacher & Bartlett in New York.

Ms. Nora Johnson serves as a Director on the Boards of Intuit Inc., Pfizer Inc. and Visa Inc. She also serves on the Boards of several non-profit organizations including The American Red Cross, The Brookings Institution, The Carnegie Institution of Washington and Women’s World Banking. She chairs the investment committees at the University of Southern California and the Markle Foundation. She also chairs the Global Agenda Council on Systemic Financial Risk at the World Economic Forum.

A native of Chicago, she earned a J.D. degree from Harvard Law School and a B.A. degree in Interdisciplinary Studies (economics, philosophy/religion, political science) from the University of Southern California.

Robert B. Willumstad, AIG Chairman and Chief Executive Officer, said Ms. Nora Johnson brings impressive knowledge of the capital markets and investment research experience to the AIG Board. “Suzanne’s insights and guidance will be invaluable as AIG addresses the challenges presented by today’s unsettled financial conditions.”

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