



AMERICAN INTERNATIONAL GROUP, INC.

(incorporated in the State of Delaware, the United States of America)

Admission to the Official List of the Irish Stock Exchange and to trading on the regulated market of the Irish Stock Exchange

This document comprises a summary document relating to American International Group, Inc. (the “**Company**”) prepared in accordance with Article 4.2(h)(v) of the Prospectus Directive (Directive 2003/71/EC) (the “**Directive**”) and Regulation 11(1)(h)(v) of the Prospectus (Directive 2003/71/EC) Regulations 2005 (S.I. No.324 of 2005) of Ireland (the “**Regulations**”).

Application has been made to the Irish Stock Exchange Limited (“**Irish Stock Exchange**”) for the shares of Common Stock, \$2.50 par value per share, of the Company (the “**Shares**”), issued and to be issued, to be admitted to the Official List of the Irish Stock Exchange (the “**Official List**”) and to trading on the regulated market of the Irish Stock Exchange (the “**Listing**”). It is expected that the Listing will become effective on 6 March 2008.

A prospectus has not been and will not be published in connection with the Listing in reliance on the exemption, set out in Article 4.2(h) of the Directive and Regulation 11(1)(h) of the Regulations, from publishing a prospectus in respect of securities already admitted to trading on another regulated market. The Shares are, and shall be at the date that the Listing becomes effective, admitted to trading on Euronext Paris, which is a regulated market for the purposes of the Directive. Since the Shares were admitted to trading on Euronext Paris in 1990, no prospectus (as such term is used in the Directive) was published or is available in connection with such admission to trading. Any decision to invest in the Shares should be based on consideration of, and this document should be read as an introduction to, the most recent information made available to the regulated market on which the Shares are listed from time to time or as otherwise made available (including as described in “Available Information” below). Where a claim relating to the aforementioned information is brought before a court, the plaintiff may, under the national legislation of the relevant member state of the EEA, have to bear the costs of translating such information before legal proceedings are initiated. Civil liability will attach to those persons responsible for this document in any member state of the EEA if it is misleading, inaccurate or inconsistent when read together with the aforementioned information.

This document does not constitute or form part of any offer or invitation to sell or issue, or the solicitation to purchase or subscribe for, the Shares or any other securities in any jurisdiction.

AVAILABLE INFORMATION

Persons requiring information about the Company and the Shares are referred to the most recent information made available to the public by the Company. The Shares are listed on the New York Stock Exchange and registered under the U.S. Securities Act 1933. The Company is subject to the informational requirements of the U.S. Securities Exchange Act of 1934, as amended (the “**Exchange Act**”) and, in accordance with the Exchange Act, files reports and other information with the Securities and Exchange Commission (“**SEC**”). Such reports and other information can be viewed, and copies can be obtained, at the Public Reference Room

of the SEC at 100 F Street, N.E., Room 1580, Washington, D.C. 20549, USA, at prescribed rates. The SEC maintains a website at <http://www.sec.gov> containing reports, proxy and information statements and other information regarding SEC registrants, including the Company. Reports and other information concerning the Company can also be obtained at the offices of the New York Stock Exchange, 20 Broad Street, New York, NY 10005, USA, on which the Shares are listed, and on the “Investors” section of the Company’s corporate website, at <http://ir.aigcorporate.com/>.

INFORMATION CONCERNING THE COMPANY

Background

The Company, a corporation incorporated on June 9, 1967 under the laws of the State of Delaware, is a holding company which, through its subsidiaries, is engaged in a broad range of insurance and insurance-related activities worldwide. The Company’s primary activities include both general insurance and life insurance and retirement services operations. Other significant activities include financial services and asset management.

The Company’s General Insurance subsidiaries write substantially all lines of commercial property and casualty insurance and various personal lines both domestically and abroad. The Company’s Life Insurance & Retirement Services operations provide insurance, financial and investment-oriented products throughout the world. Insurance-oriented products consist of individual and group life, payout annuities (including structured settlements), endowment and accident and health policies. Retirement savings products consist generally of fixed and variable annuities.

The Company’s Financial Services subsidiaries engage in diversified activities including aircraft and equipment leasing, capital markets, consumer finance and insurance premium finance. The Company’s Asset Management operations comprise a wide variety of investment-related services and investment products. These services and products are offered to individuals, pension funds and institutions globally through the Company’s spread-based investment business, institutional asset management, and brokerage services and mutual funds business.

The principal executive offices of the Company are located at 70 Pine Street, New York, New York 10270, U.S.A., telephone (212) 770-7000; the Company’s registered office in Delaware is c/o Corporate Service Company, 2711 Centreville Road, Suite 400, Wilmington, Delaware 19808, U.S.A..

Risk Factors

An investment in the Shares involves risks including but not limited to those summarised below. A more detailed description of these and other risks can be found from page 16 of the Company’s Annual Report on Form 10-K for the fiscal year ended 31 December 2007 filed with the SEC on 28 February 2008 (“**Form 10-K**”):

Casualty Insurance Underwriting and Reserves – Casualty insurance liabilities are difficult to predict and may exceed the related reserves for losses and loss expenses.

Credit Market Environment – The Company’s businesses may continue to be adversely affected by the current disruption in the global credit markets and repricing of credit risk.

Risk Management – The Company is exposed to a number of significant risks, and the Company's risk management processes and controls may not be fully effective in mitigating the Company's risk exposures in all market conditions and to all types of risk.

Liquidity - Liquidity risk represents the potential inability of the Company to meet all payment obligations when they become due. The Company's liquidity could be impaired by an inability to access the capital markets or by unforeseen significant outflows of cash. This situation may arise due to circumstances that the Company may be unable to control, such as a general market disruption or an operational problem that affects third parties or the Company. In addition, this situation may arise due to circumstances specific to the Company, such as a decline in its credit ratings. Some of the Company's investments are relatively illiquid. Collateral disputes with the Company's counterparties also may adversely affect the Company's liquidity.

Investment Concentration - Concentration of the Company's investment portfolios in any particular segment of the economy may have adverse effects.

Credit Ratings - Financial strength and credit ratings by major ratings agencies are an important factor in establishing the competitive position of insurance companies and other financial institutions and affect the availability and cost of borrowings. Ratings actions regarding the Company could adversely affect the Company's business and its consolidated results of operations.

Catastrophe Exposures – The occurrence of catastrophic events could adversely affect the Company's consolidated financial condition and results of operations.

Reinsurance – Reinsurance may not be available or affordable. Reinsurance subjects the Company to the credit risk of its reinsurers and may not be adequate to protect the Company against losses.

Adjustments to Life Insurance and Retirement Services Deferred Policy Acquisition Costs – Interest rate fluctuations and other events may require the Company's subsidiaries to accelerate the amortization of deferred policy acquisition costs which could adversely affect the Company's consolidated financial condition or results of operations.

Use of Estimates – If actual experience differs from management's estimates used in the preparation of financial statements, the Company's consolidated results of operations or financial condition could be adversely affected.

Legal Proceedings – Significant legal proceedings may adversely affect the Company's results of operations.

Foreign Operations – Foreign operations expose the Company to risks that may affect its operations, liquidity and financial condition.

Regulation – The Company is subject to extensive regulation in the jurisdictions in which it conducts its businesses.

A Material Weakness – A material weakness in internal control over financial reporting and oversight relating to the valuation by AIG Financial Products Corp. and AIG Trading Group Inc. and their respective subsidiaries of their super senior credit default swap portfolio could adversely affect the accuracy or timing of future regulatory filings.

Employee Error and Misconduct – Employee error and misconduct may be difficult to detect and prevent and may result in significant losses.

Aircraft Suppliers – There are limited suppliers of aircraft and engines.

OPERATING AND FINANCIAL REVIEW AND PROSPECTS

The Form 10-K includes a section entitled “Management’s Discussion and Analysis of Financial Condition and Results of Operations” on page 29 which constitutes an operating and financial review of the Company, including statements as to the Company’s prospects.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

The names of the directors and senior management of the Company are set out at the end of this document. Further information on the directors and senior management is provided on page 15 of the Form 10-K in the section entitled “Directors and Executive Officers of AIG”. As at 31 December 2007, the Company and its subsidiaries had approximately 116,000 employees.

MAJOR SHAREHOLDERS AND RELATED-PARTY TRANSACTIONS

According to SEC filings made on 20 March 2007 by C.V. Starr & Co., Inc., Starr International Company, Inc., Edward E. Matthews, Maurice R. Greenberg, the Maurice R. and Corinne P. Greenberg Family Foundation, Inc., the Universal Foundation, Inc., the Maurice R. and Corinne P. Greenberg Joint Tenancy Company, LLC and the C.V. Starr & Co., Inc. Trust, these parties could be deemed to beneficially own 354,987,261 Shares at that date. Based on the Shares outstanding at 31 January 2008, this ownership would represent approximately 14.1 percent of the voting stock of the Company.

The Form 10-K at pages 193 and 194 sets out details of related-party transactions.

FINANCIAL INFORMATION

At 31 December 2007, the Company had total consolidated shareholders’ equity of \$95.8 billion and total consolidated borrowings of \$176.0 billion. The Company’s net income for the year ended 31 December 2007 was \$6.2 billion. Further selected financial data is set out on page 28 of the Form 10-K, which is derived from the full audited financial statements set out from page 129 of the Form 10-K. There has been no significant change in the consolidated financial condition of the Company since 31 December 2007, the date to which the most recent audited financial information of the Company has been prepared.

DETAILS ON THE LISTING

Reasons for the listing

The Company’s intention to apply for the Listing is driven by its desire to maintain a European listing of its Shares following the cancellation of listing of the Shares from Euronext Paris, which is scheduled to take place shortly after the Listing. The Company also wishes to benefit from the efficiencies gained by having the Shares listed on an exchange on which the Company already maintains listings of debt securities. The Company will receive no proceeds resulting from the Listing.

Dealings

To the extent dealings in the Shares on the Irish Stock Exchange take place, the price payable for the Shares shall be denominated in euros, but dividends and any other payments in respect of the Shares shall be paid in U.S. dollars.

Settlement of transactions in shares following the Listing will take place within CREST. CREST is a paperless settlement procedure enabling securities to be evidenced otherwise than by a share certificate and transferred without executing written stock transfer forms. The system is designed to reduce the costs of settlement and facilitate the processing of settlements and the updating of registers through the introduction of an electronic settlement system. Shares will be held in electronic form and evidence of title to Shares will be established on an electronic register maintained by the Company's transfer agent and registrar, Wells Fargo Bank, N.A., which can only be altered by an electronic instruction sent through CREST.

CREST is a voluntary system and holders of Shares who wish to receive and retain share certificates will be able to do so.

The ISIN Code for the Shares is US0268741073.

ADDITIONAL INFORMATION

Share Capital

As at 31 December 2007, there were 2,751,327,476 Shares in issue and 221,743,421 Shares held in treasury.

The principal rights attaching to the Shares as provided by the Company's certificate of incorporation and by-laws, and the laws of the State of Delaware are summarised as follows:

(a) Dividends

Subject to the provisions of law and the rights of holders of any preference stock then outstanding, all Shares are entitled to participate equally in dividends when, as and if declared by the board of directors out of funds legally available for such purposes. The board of directors may declare and pay dividends upon the Shares of its capital either out of surplus or, if there is not a surplus, out of net profits for the fiscal year in which the dividend is declared and/or the preceding fiscal year, provided that capital is not reduced below the aggregate amount of capital represented by any issued preference stock.

(b) Voting Rights

Holders of Shares are entitled to one vote for each Share held by them.

(c) Distribution of Assets on a Winding-up

In the event of any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary, the assets remaining after allowing for the payment of all debts, expenses and the satisfaction of the interests of the holders of any issued preference stock (including rights to accrued dividends) are required to be distributed among the holders of the Shares in proportion to the respective numbers of Shares which they hold.

(d) Transferability

There are no restrictions in the Company's certificate of incorporation or by-laws on the transferability of Shares.

(e) Pre-emption and Conversion Rights

Holders of Shares have no pre-emptive or conversion rights.

Memorandum and Articles of Association

The Company's certificate of incorporation and by-laws contain provisions, inter alia, to the following effect:

(a) Changes in Capital and Variation of Class Rights

The authorised share capital of the Company is fixed by the certificate of incorporation as amended from time to time with the approval of shareholders in general meeting.

The rights attaching to the Shares can be varied through changes in the General Corporation Law of the State of Delaware or, subject to Delaware law, amendments to the certificate of incorporation. Any proposed amendment to the certificate of incorporation must be approved by the board of directors and then submitted to a meeting of the Company's shareholders entitled to vote in respect thereof. The proposed amendment must be approved by the holders of at least a majority of the outstanding stock entitled to vote thereon.

(b) Directors

The by-laws, and the resolutions thereunder, provide that the number of directors which shall constitute the whole board shall be not less than seven nor more than twenty-one, the number to be determined by the board. The directors are elected annually and each Director continues in office until his successor is elected and qualified or until such Director's death or other termination of his services.

(c) Borrowing Powers

Neither the certificate of incorporation nor the by-laws impose any limits on the power of the directors to exercise all powers of the Company to borrow money and to mortgage and charge all or any part of the undertaking, property and assets (present and future) of the Company.

DOCUMENTS AVAILABLE FOR INSPECTION

The Company's certificate of incorporation and by-laws are available for inspection at the offices of AIG Ireland Limited at AIG House, Merrion Road, Dublin 4, Ireland.

DIRECTORS, SENIOR MANAGEMENT, ADVISERS AND AUDITORS

Directors:

Stephen F. Bollenbach
Marshall A. Cohen
Martin S. Feldstein
Ellen V. Futter
Stephen L. Hammerman
Richard C. Holbrooke
Fred H. Langhammer
George L. Miles, Jr.

Morris W. Offit
James F. Orr III
Virginia M. Rometty
Martin J. Sullivan
Michael H. Sutton
Edmund S.W. Tse
Robert B. Willumstad
Frank G. Zarb

Senior Management:

Martin J. Sullivan
Edmund S.W. Tse
Jacob A. Frenkel
Frank G. Wisner
Steven J. Bensinger
Anastasia D. Kelly
Rodney O. Martin, Jr.
Kristian P. Moor
Win J. Neuger
Robert M. Sandler
Nicholas C. Walsh
Jay S. Wintrob
William N. Dooley
David L. Herzog
Andrew J. Kaslow
Robert E. Lewis
Brian T. Schreiber

Registered Sponsor:

IBI Corporate Finance Limited
40 Mespil Road
Dublin 4
Republic of Ireland

**Legal Advisers in connection
with the Listing:**

Freshfields Bruckhaus Deringer
65 Fleet Street
London EC4Y 1HS
United Kingdom

**Legal Advisers in connection
with the Listing (Ireland):**

Dillon Eustace
33 Sir John Rogerson's Quay
Dublin 2
Republic of Ireland

Auditors:

PricewaterhouseCoopers LLP
300 Madison Avenue
24th Floor
New York, New York 10017
United States of America

Transfer Agent and Registrar:

Wells Fargo Bank, N.A.
Wells Fargo Shareowner Services
161 N. Concord Exchange

South St. Paul, MN 55075-1139
United States of America