

AMERICAN INTERNATIONAL GROUP INC

Form FWP

December 10, 2007

Filed Pursuant to Rule 433

Dated December 7, 2007

Registration Nos. 333-106040; 333-143992

**American International Group, Inc.
5.850% Medium-Term Notes, Series G, Due January 16, 2018**

Term Sheet

Issuer:	American International Group, Inc. (AIG)
Type:	Senior Unsecured Notes
Principal Amount:	\$2,500,000,000.00
Use of Proceeds:	General corporate purposes, which may include the repurchase of shares of AIG s common stock.
Trade Date:	December 7, 2007
Issue Date (Settlement Date):	December 12, 2007 (T+3)
Maturity Date:	January 16, 2018
Interest Rate:	5.850%
Interest Payment Dates:	Semi-annually on the 16 th of January and July, commencing July 16, 2008
Price to Public:	99.449%
Underwriting Discount:	0.40%
All-In Price:	99.049%
Net Proceeds:	\$2,476,225,000.00
Redemption Provisions:	None
Authorized Denominations:	\$2,000 and integral multiples of \$1,000 in excess thereof
Managing Underwriters:	Banc of America Securities LLC, Credit Suisse Securities (USA) LLC, Lehman Brothers Inc.
Co-Managers:	Daiwa Securities America Inc., KeyBanc Capital Markets Inc., Mitsubishi UFJ Securities International plc, Mizuho Securities USA Inc., Scotia Capital (USA) Inc., SG Americas Securities, LLC
CUSIP:	02687QDG0

Edgar Filing: AMERICAN INTERNATIONAL GROUP INC - Form FWP

The Issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Banc of America Securities LLC toll-free at 1-800-294-1322 or e-mailing dg.prospectus_distribution@bofasecurities.com, by calling Credit Suisse Securities (USA) LLC toll-free at 1-800-221-1037, or by calling Lehman Brothers Inc. toll-free at 1-888-603-5847.