

AMERICAN INTERNATIONAL GROUP INC  
Form 8-K  
June 05, 2013

**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): June 5, 2013

**AMERICAN INTERNATIONAL**  
**GROUP, INC.**

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction

(Commission

(IRS Employer

of incorporation)

File Number)  
**180 Maiden Lane**

Identification No.)

**New York, New York 10038**

(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))

**Section 8 Other Events**

**Item 8.01. Other Events.**

On June 5, 2013, the Escrow Agent advised American International Group, Inc. ( AIG ) that it had received the Deposit Amount as defined in Clause 2.5 of the Share Purchase Agreement, dated as of December 9, 2012, by and among AIG, AIG Capital Corporation ( Seller ), a wholly-owned direct subsidiary of AIG and the sole shareholder of International Lease Finance Corporation ( ILFC ), and Jumbo Acquisition Limited ( Purchaser ), as amended (the Share Purchase Agreement ), relating to the sale of up to 90.0% of ILFC s common stock by Seller to Purchaser. Capitalized terms used herein but not otherwise defined shall have the meaning given them in the Share Purchase Agreement.

**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: June 5, 2013

By: /s/ James J. Killerlane III

Name: James J. Killerlane III

Title: Associate General Counsel and Assistant Secretary