

FCIC SUBMISSION  
EXPLANATORY NOTES  
(NON-FP ONLY)

Compensation reported using a Total Direct Compensation (“TDC”) approach does not always match compensation reported in the proxy statement because:

- It does not apply SEC proxy filing rules used to determine the compensation reported in the Summary Compensation Table were not used when compiling this data. A TDC approach represents the compensation opportunity offered to a person in a given year.
  - o For long-term incentive grants made in equity, in recent years (prior to 2010) the SEC approach required the reporting of the FAS 123R value of all outstanding equity grants (regardless of year granted). When calculating TDC, one includes long-term incentive grants made in the pertinent year and equity grants are valued at grant date fair value.
  - o In the Summary Compensation Table, long-term incentive plans that are cash-based are reported in the year a grant is earned (which is typically 2-3 after grant). In a TDC approach the grant is shown in the year it is made (even if subsequently it does not earn out and is worth zero - as was the case with several of the AIG long-term performance plan grants that included 2008 in the performance period).
- Compensation is sometime aggregated differently in the proxy from the way it is reported when a TDC approach is used.

Salary reported in the FCIC submission is the annualized amount as of end of each year. In no case is this annualized amount lower the actual amount paid during the year, but in some cases it may be higher (when a person received an increase at some time during the year).

- For employees who terminated during the reportable year, we show actual salary paid.

Starr International Deferred Compensation Profit Participation Plans (“SICO DCPPP”) were plans with two-year award terms and provided the SICO’s board of directors the discretion to contingently allocate AIG shares to participating executives based on the growth in earnings per share during the award period and the book value of AIG stock at the end of the period. Shares contingently allocated to participants under the historic SICO plans are generally only delivered on retirement after reaching age 65.

Although, in late 2004, SICO had advised AIG participants in the SICO plans of their participation in a 2005-2006 SICO plan, SICO did not ultimately adopt that plan. To provide compensation continuity, the CMRC established the 2005-2006 DCPPPP. 2005-2006 Deferred Compensation Profit Participation Plan (“2005-2006 DCPPPP”) was adopted by the Compensation and Management Resources Committee (“CMRC”) to provide performance-based equity compensation to more than 700 AIG employees including Executive Officer.

**CONFIDENTIAL TREATMENT REQUESTED BY AMERICAN INTERNATIONAL GROUP, INC.**

Through the end of 2004, CV Starr provided cash compensation and a long-term investment opportunity to approximately 70 senior managers, including Executive Officers.

Stock Options granted are include in TDC at the binomial value set by Enterprise Risk Management and used to capture expense in AIG's income statements. Because all outstanding option grants are under water, each grant is included in TDC, in the section with the pink shaded headings where the long-term incentive plans ("LTIP") that did not have an earn-out are captured.

The Partners Plan was a performance-based share plan that replaced the 2005-2006 DCPPP. There were three grants:

- The 2006 grant was made in mid-2006 and covered the 2006-07 performance period. It was the only grant that had an earnout. It remained unvested after it was earned and, since the grants were denominated in shares, the earned but unvested shares had little value after 2008. It is included in 2006 TDC (at the value when it was earned, which is higher than it's current value); 50% of the shares were delivered in January 2010 and the remaining 50% will be delivered in January 2012.
- The 2007 grant was made in mid-2006 and covered the performance period 2007-2008; it was not earned and had a zero value at the end of the performance period. It is included in 2007 TDC, in the section with the pink shaded headings where the long-term incentive plans ("LTIP") that did not have an earn-out are captured.
- The 2008 grant was made in December 2007 and covered the performance period 2008-2009; it was not earned and had a zero value at the end of the performance period. It is included in 2007 TDC, in the section with the pink shaded headings where the LTIPs that did not have an earn-out are captured.

The Senior Partners Plan was a performance-based cash plan. At its highest level of participation, it covered approximately 70 people. There were four grants:

- The 2005 grant was a transition grant made in late 2005. It was part of AIG's efforts to provide replacements for the investment opportunity and related retention benefits, previously provided by CV Starr. Each participant was granted an amount that will be paid to those who are on the payroll as of January 2011.
- The grant that covered the 2004-2006 performance period was earned in early 2007. The full amount earned is reported in 2006; 50% was paid in 2010 and the other 50% will be paid in January 2012.
- The grant that covered the 2005-2007 performance period was earned in early 2008. The full amount earned is reported in TDC for 2007; it will be paid 50% in January 2011 and 2013.
- The grant that covered the 2006-2008 performance period was not earned. It is reported in TDC for 2008 at an estimated value in the section with the pink shaded headings where the LTIPs that did not have an earn-out are captured.

In 2008, Mr. Willumstad received a grant of restricted stock that at the time was valued at \$24,500,000 and was subsequently rescinded by mutual consent.

The sum of TDC and Other Compensation was used in determining who earned more than \$1 million in each year.

Other Compensation:

- For 2004 and 2005, includes personal use of corporate aircraft, personal use of car service or automobile, matching 401(k) contributions, split-dollar life insurance premiums, tax preparation and consulting services, cost of living adjustments and temporary living expenses.
- For 2006, 2007 and 2008, includes retention award paid (primarily 2008) personal use of corporate aircraft, personal use of car service/car allowance/parking, financial and tax planning, personal use of club memberships and recreational opportunities, housing, home security and other living expenses, life insurance premiums and 401(k) matching contributions.
- For Mr. Wintrob, 2004 and 2005 does not include \$1,496,357 and \$1,488,961, respectively, paid under a SunAmerica Five-Year Deferred Bonus Plan from awards granted in 2000 and 2001. These amounts were not included because they were reported in the Total Direct Compensation in the year granted.
- For Mr. Tse in 2008, includes an amount that pertains to when AIG resolved certain foreign payroll tax obligations relating to amounts paid to employees by AIG and its affiliates in overseas jurisdictions prior to 2007. Under these arrangements, and as noted in AIG's 2008 Proxy Statement, AIG made payments to the Hong Kong taxing authority relating to amounts paid to affected AIG employees, based in Hong Kong, including Mr. Tse. Included in 2008 Other Compensation is \$4,046,327 which represents an internal allocation of the payments made by AIG, and no amount was actually paid to Mr. Tse.

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(FP ONLY)

Equity Kicker/Additional Payment Amount: The amount listed in this column was an additional bonus paid in cash and was calculated as a percentage of the employee's balance in his or her AIG Financial Products Corp. Deferred Compensation Plan ("DCP") account.

YE Performance Bonus and YE Guarantee: The amount reported represents the cash portion of the YE Performance Bonus and YE Guarantee only.

Deferred Portion of the 2004 YE Performance Bonus and YE Guarantee: The deferred component of the 2004 YE Performance Bonus and YE Guarantee was deferred pursuant to the DCP. In addition to mandatory deferral amounts required by the DCP, employees could elect to defer additional amounts, up to 100%, to the DCP. The deferrals were scheduled to be paid out in installment payments over a five year period commencing in 2005. Employees received installment payments totaling 20% of the deferred portion of their 2004 YE Performance Bonus and YE Guarantee in 2005, 2006, and 2007. The DCP requires that participants' DCP balances be reduced by Company losses, however, and given the substantial losses sustained by AIG FP commencing in 2008, the identified employees have not received installment payments since 2007. It is anticipated that there will be no payments under the DCP in the future and thus it is expected that 40% of the deferred portion of 2004 YE Performance Bonus and YE Guarantee will not be paid.

Deferred Portion of the 2005 YE Performance Bonus, YE Guarantee and Additional Payment: The deferred component of the 2005 YE Performance Bonus, YE Guarantee and Additional Payment was deferred pursuant to the DCP, and was scheduled to be paid out in installment payments over a four year period commencing in 2006. Employees received installment payments totaling 25% of the deferred portion of their 2005 YE Performance Bonus and YE Guarantee in 2006 and 2007. The DCP requires that participants' DCP balances be reduced by Company losses, however, and given the substantial losses sustained by AIG FP commencing in 2008, the identified employees have not received installment payments since 2007. It is anticipated that there will be no payments under the DCP in the future and thus it is expected that 50% of the deferred portion of 2005 YE Performance Bonus and YE Guarantee will not be paid.

Deferred Portion of the 2006 YE Performance Bonus and YE Guarantee: The deferred component of the 2006 YE Performance Bonus and YE Guarantee was deferred pursuant to the DCP, and was scheduled to be paid out in installment payments over a four year period commencing in 2007. Employees received installment payments totaling 25% of the deferred portion of their 2006 YE Performance Bonus and YE Guarantee in 2007. The DCP requires that participants' DCP balances be reduced by Company losses, however, and given the substantial losses sustained by AIG FP commencing in 2008, the identified employees have not received installment payments since 2007. It is anticipated that there will be no payments under the DCP in the future and thus it is expected that 75% of the deferred portion of 2005 YE Performance Bonus and YE Guarantee will not be paid.

**CONFIDENTIAL TREATMENT REQUESTED BY AMERICAN INTERNATIONAL GROUP, INC.**

SIP and Deferred Portion of the 2007 YE Performance Bonus and YE Guarantee: For the identified FP employees, the majority of 2007 Annual Compensation consisted of deferred compensation awarded pursuant to the AIG FP 2007 Special Incentive Plan (“SIP”). In addition, a portion of the FP employees’ regular 2007 incentive award was deferred to the AIG Financial Products Corp. Deferred Compensation Plan (“DCP”). The SIP and the DCP require that participant balances be reduced by Company losses. Given the substantial losses sustained by AIG FP in 2008 and 2009, all of the identified FP employees have negative SIP and DCP balances. It is anticipated that there will be no payments under the SIP and the DCP in the future.

Deferred Portion of the ERP: The deferred component of the ERP award is deferred pursuant to the DCP. The DCP requires that participants’ balances be reduced by Company losses. Given the substantial losses sustained by AIG FP, the identified participants have negative balances. It is anticipated that there will be no payments under the DCP in the future.

Portion of Cash ERP/Guarantee Repaid: The reported amount represents the amount of the cash ERP or YE Guarantee the employee voluntarily repaid to the company.

2005 Compensation

Employee ID Number	Group	Employee Name	Title	Annual Cash Compensation											
				Annualized Base Salary as of end of Year	Bonus for Current Year Performance	Guaranteed Amount in lieu of Bonus for Current Year Performance (for New Hires)	EQUITY KICKER/ ADDTL PAYMENT AMOUNT	INTEREST PAID ON DCP/ISP	Total Variable Cash	Quarterly Cash / Non-Variable Cash	Supplemental Bonus	Special Executive Payment	Total Fixed Cash (excluding Base Salary)		
FP1081	Senior Management	Cassano, Joseph	President & CEO	\$150,000	\$13,678,199		\$7,008,410	\$2,020,993	\$22,707,601						\$0
AIG02009	EO	SULLIVAN, MARTIN J	PRESIDENT & CEO AIG	\$1,000,000	\$1,000,000	\$38,125			\$1,038,125	\$5,419,625	\$480,000	\$393,750		\$6,293,375	
FP145	Senior Management	Forster, Andrew	Managing Director	\$180,470	\$4,350,000		\$683,818	\$241,430	\$5,275,248					\$0	
AIG01948	EO	BENSINGER, STEVEN J	EVIP & CFO	\$750,000	\$500,000	\$468,500			\$688,500	\$1,038,750	\$240,000	\$31,250		\$1,310,000	
FCIC234	Producers/Other	Frost, Alan	Managing Director	\$100,000	\$3,300,000		\$825,473	\$225,642	\$4,351,115					\$0	
AIG02005	EO	SCOTT, RICHARD W	SR MANAGING DIRECTOR-AIGGI	\$875,000	\$1,079,577				\$1,079,577	\$38,750	\$95,000	\$31,250		\$165,000	
AIG01987	EO	LEWIS, ROBERT E	CHIEF CREDIT OFFICER-AIG	\$680,000	\$375,000				\$375,000	\$38,750	\$144,000	\$31,250		\$214,000	
AIG01984	Corp	MCGINN, KEVIN B	CHIEF CREDIT OFFICER-AIG	\$375,000	\$80,000				\$80,000	\$0	\$28,000			\$28,000	

2005 Compensation

Employee ID Number	Group	Employee Name	CV Starr Salary and Bonus (Paid by CV Starr not AIG)	SICO Director Fee (Paid by Starr International)	CV Starr Director Fee (Paid by CV Starr)	Other Payments (paid by CV Starr)	Cash Compensation Paid by Affiliated Companies	Cash Comp paid by AIG	Total Cash Compensation
FP1081	Senior Management	Cassano, Joseph					\$0	\$22,707,501	\$22,857,601
AIG02009	EO	SULLIVAN, MARTIN J	\$55,000	\$12,500	\$25,000	\$175,625	\$268,125	\$7,331,500	\$8,599,625
FP145	Senior Management	Forster, Andrew					\$0	\$5,275,248	\$5,455,718
AIG01948	EO	BENSINGER, STEVEN J	\$12,500	\$0	\$0	\$10,250	\$22,750	\$2,278,500	\$3,051,250
FCIC234	Producers/Other	Frost, Alan					\$0	\$4,351,115	\$4,451,115
AIG02005	EO	SCOTT, RICHARD W	\$12,500	\$0	\$0	\$13,000	\$25,500	\$1,244,577	\$1,845,077
AIG01987	EO	LEWIS, ROBERT E	\$12,500	\$0	\$0	\$19,625	\$32,125	\$589,000	\$1,281,125
AIG01994	Corp	MCGINN, KEVIN B					\$0	\$108,000	\$483,000

2005 Compensation

Employee ID Number	Group	Employee Name	Grants from LTI Plans at Grant Date Fair Value (Only Grants That Subsequently Were Earned)							LTI Compensation Granted by Affiliated Companies	Total LTI Granted in Current Year
			2005-2006 AIG Deferred Compensation Profit Participation Plan (Performance Share Plan)	CV Starr Appreciation / Retirement Value (Granted by CV Starr not AIG) Partnership Opportunity	Senior Partners Plan	DEFERRED PORTION OF YE BONUS <sup>1</sup>	DEFERRED PORTION OF YE GUARANTEE <sup>1</sup>	DEFERRED PORTION OF ADD'L PAYMENT	LTI Compensation Granted by AIG		
FP1081	Senior Management	Cassano, Joseph	\$0	\$0	\$0	\$0	\$12,978,199	\$3,940,306	\$16,918,504	\$0	\$16,918,504
AIG02009	EO	SULLIVAN, MARTIN J	\$0	\$2,112,000	\$2,475,000	\$2,750,000	\$0	\$0	\$4,862,000	\$2,475,000	\$8,420,434
FP145	Senior Management	Forster, Andrew	\$0	\$0	\$0	\$0	\$3,650,000	\$0	\$4,228,270	\$0	\$4,228,270
AIG01948	EO	BENSINGER, STEVEN J	\$0	\$1,056,000	\$275,000	\$1,375,000	\$0	\$0	\$2,431,000	\$275,000	\$3,672,747
FCIC234	Producers/Other	Frost, Alan	\$0	\$0	\$0	\$0	\$2,600,000	\$0	\$3,211,890	\$0	\$3,211,890
AIG02005	EO	SCOTT, RICHARD W	\$0	\$423,225	\$275,000	\$275,000	\$0	\$0	\$698,225	\$275,000	\$1,298,255
AIG01987	EO	LEWIS, ROBERT E	\$0	\$633,600	\$275,000	\$275,000	\$0	\$0	\$908,600	\$275,000	\$1,400,287
AIG01984	Corp	MCGINN, KEVIN B	\$178,486	\$115,500	\$0	\$0	\$0	\$0	\$293,986	\$0	\$293,986

<sup>1</sup> Given the substantial losses sustained by AIG FP commencing in 2008, the identified employees have not received installment payments since 2007. It is anticipated that there will be no payments under the DCP in the future and thus it is expected that 75% of the deferred portion of 2005 YE Performance Bonus and YE Guarantee will not be paid.



2005 Compensation

Employee ID Number	Group	Employee Name	Total Direct Compensation for Current Year Performance Excluding Grants that Subsequently Had Zero Value	Grants from LTI Plans at Grant Date Fair Value (Only Grants That Subsequently Were Not Earned)		Total Direct Compensation (Including Grants That Subsequently Had Zero Value)	Other Compensation	Total Direct Compensation Including Other Compensation
				Options	Total LTI			
FP1081	Senior Management	Cassano, Joseph	\$39,776,106	\$0	\$0	\$39,776,106		\$39,776,106
AIG02009	EO	SULLIVAN, MARTIN J	\$17,020,059	\$2,945,899	\$2,945,899	\$19,965,959	\$343,782	\$20,309,741
FP145	Senior Management	Forster, Andrew	\$9,683,988	\$0	\$0	\$9,683,988		\$9,683,988
AIG01948	EO	BENSINGER, STEVEN J	\$6,023,997	\$1,503,308	\$1,503,308	\$8,127,306	\$10,439	\$8,137,745
FCIC234	Producers/Other	Frost, Alan	\$7,663,005	\$0	\$0	\$7,663,005		\$7,663,005
AIG02005	EO	SCOTT, RICHARD W	\$3,143,332	\$1,013,437	\$1,013,437	\$4,156,770	\$21,077	\$4,177,847
AIG01987	EO	LEWIS, ROBERT E	\$2,081,412	\$754,505	\$754,505	\$3,435,917	\$0	\$3,435,917
AIG01994	Corp	MCGINN, KEVIN B	\$776,996	\$0	\$0	\$776,996	\$0	\$776,996

2006 Compensation

				Annual Cash Compensation										
Employee ID Number	Group	Employee Name	Title	Annualized Base Salary as of end of Year	Guaranteed Amount in lieu of Bonus for Current Year	Performance (for New Hires)	EQUITY KICKER/ ADDTL PAYMENT AMOUNT	INTEREST PAID ON DCP/SIP	Total Variable Cash	Quarterly Cash / Non-Variable Cash	Supplemental Bonus	Total Fixed Cash (excluding Base Salary)	Dividend Related Payments (related to SPP)	Total Cash Compensation
FP1081	Senior Management	Cassano, Joseph	President & CEO	\$150,000	\$14,225,000		\$6,992,595	\$3,146,208	\$24,363,803			\$0		\$24,513,803
AIG02009	EO	SULLIVAN, MARTIN J	PRESIDENT & CEO AIG	\$1,000,000	\$9,000,000				\$9,000,000	\$645,000	\$480,000	\$1,125,000	\$54,906	\$11,179,906
FP145	Senior Management	Forster, Andrew	Managing Director	\$190,220	\$6,100,000		\$970,305	\$440,323	\$7,510,628			\$0		\$7,700,848
AIG01948	EO	BENSINGER, STEVEN J	EVP & CFO	\$750,000	\$2,500,000	\$0			\$2,500,000	\$510,000	\$240,000	\$750,000	\$27,453	\$4,027,453
FCIC234	Producers/Other	Frost, Alan	Managing Director	\$100,000	\$3,725,000		\$950,501	\$427,663	\$5,103,164			\$0		\$5,203,164
AIG02005	Corp	SCOTT, RICHARD W	SR MANAGING DIRECTOR-AIGGI	\$600,000	\$1,162,046				\$1,162,046	\$38,750	\$95,000	\$133,750	\$5,490	\$1,901,286
AIG01987	EO	LEWIS, ROBERT E	CHIEF CREDIT OFFICER-AIG	\$660,000	\$375,000				\$375,000	\$38,750	\$144,000	\$182,750	\$5,490	\$1,223,240
AIG01994	EO	MCGINN, KEVIN B	MCGINN, KEVIN B	\$400,000	\$110,000				\$110,000	\$0	\$28,000	\$138,000	\$0	\$538,000

2006 Compensation

Employee ID Number	Group	Employee Name	Grants from LTI Plans at Grant Date FairValue (Only Grants That Subsequently Were Earned)					Total LTI	Total Direct Compensation for Current Year Performance Excluding Grants that Subsequently Had Zero Value	Grants at Grant Date FairValue from LTI Plans (Only Grants That Subsequently Were Not Earned)		Total Direct Compensation (including Grants That Subsequently Had Zero Value)	Other Compensation	Total Direct Compensation including Other Compensation
			Time-Vested RSU	Annualized DCPPP w/ Reload (Performance Share Plan)	Partners Plan (Performance Share Plan)	Senior Partners Plan (Performance Cash Plan)	DEFERRED PORTION OF YE PERFORMANCE BONUS <sup>1</sup>			DEFERRED PORTION OF YE GUARANTEE <sup>1</sup>	Options			
FP1081	Senior Management	Cassano, Joseph					\$13,525,000	\$13,525,000	\$38,038,803		\$0	\$38,038,803	\$0	\$38,038,803
AIG02009	EO	SULLIVAN, MARTIN J	\$0	\$2,112,000	\$1,362,831	\$5,783,750	\$9,258,581	\$9,258,581	\$20,438,487	\$4,130,069	\$4,130,069	\$24,568,556	\$703,432	\$25,271,988
FP145	Senior Management	Forster, Andrew					\$5,400,000	\$5,400,000	\$13,100,848		\$0	\$13,100,848	\$0	\$13,100,848
AIG01948	EO	BENSINGER, STEVEN J	\$1,600,085	\$1,056,000	\$681,416	\$2,065,625	\$5,403,126	\$5,403,126	\$9,430,579	\$1,215,420	\$1,215,420	\$10,645,999	\$18,323	\$10,664,322
FCIC234	Producers/Other	Frost, Alan					\$3,025,000	\$3,025,000	\$8,228,164		\$0	\$8,228,164	\$0	\$8,228,164
AIG02005	Corp	SCOTT, RICHARD W	\$0	\$423,225	\$319,443	\$413,125	\$1,155,793	\$1,155,793	\$3,057,079	\$826,013	\$826,013	\$3,883,092	\$0	\$3,883,092
AIG01987	EO	LEWIS, ROBERT E	\$0	\$633,600	\$459,998	\$413,125	\$1,506,723	\$1,506,723	\$2,729,963	\$708,012	\$708,012	\$3,437,975	\$0	\$3,437,975
AIG01994	EO	MCGINN, KEVIN B	\$195,250	\$115,500	\$83,854		\$1,208,604	\$1,208,604	\$1,208,604		\$0	\$932,604	\$0	\$932,604

<sup>1</sup> Given the substantial losses sustained by AIG FP commencing in 2008, the identified employees have not received installment payments since 2007. It is anticipated that there will be no payments under the DCP in the future and thus it is expected that 75% of the deferred portion of 2006 YE Performance Bonus and YE Guarantee will not be paid.

2007 Compensation

				Annual Cash Compensation					Dividend Related Payments (related to Senior Partners Plan)		
Employee ID Number	Group	Employee Name	Title	Annualized Base Salary as of end of Year	Bonus for Current Year Performance	Guaranteed Amount in lieu of Bonus for Current Year Performance (for New Hires)	INTEREST PAID ON DCP/SIP	Total Variable Cash	Total Quarterly Cash Payments	Partners Plan	Total Cash Compensation
FP1081	Senior Management	Cassano, Joseph	President & CEO	\$150,000	\$975,000		\$2,977,592	\$3,952,592	\$0		\$4,102,592
AIG02009	EO	SULLIVAN, MARTIN J	PRESIDENT & CEO AIG	\$1,000,000	\$2,500,000			\$2,500,000	\$1,125,000	\$173,440	\$4,798,440
FP145	Senior Management	Forster, Andrew	Managing Director	\$201,800	\$975,000		\$653,152	\$1,628,152	\$0		\$1,829,952
AIG01948	EO	BENSINGER, STEVEN J	EVP & CFO	\$900,000	\$700,000			\$700,000	\$750,000	\$69,928	\$2,419,928
FCIC234	Producers/Other	Frost, Alan	Managing Director	\$100,000	\$975,000		\$479,526	\$1,454,526	\$0		\$1,554,526
AIG01987	EO	LEWIS, ROBERT E	AIG SVP & CHIEF RISK OFFICER	\$790,000	\$425,000			\$425,000	\$182,750	\$13,986	\$1,411,736
AIG02005	EO	SCOTT, RICHARD W	AIG SVP/SR MANAGG DIR AIGGIG	\$600,000	\$400,000			\$400,000	\$133,750	\$13,986	\$1,147,736
AIG01994	Corp	MCGINN, KEVIN B	CHIEF CREDIT OFFICER-AIG	\$448,000	\$150,000			\$150,000	\$28,000	\$0	\$626,000

2007 Compensation

Employee ID Number	Group	Employee Name	Grants from LTI Plans at Grant Date FairValue (Only Grants That Subsequently Were Earned)				Total LTI	Total Direct Compensation for Current Year Performance Excluding Grants that Subsequently Had Zero Value	Grants at Grant Date FairValue from LTI Plans (Only Grants That Subsequently Were Not Earned)				Other Compensation	Total Direct Compensation including Other Compensation	
			Time-Vested RSU	Senior Partners Plan (Performance Cash Plan)	DEFERRED PORTION OF YE PERFORMANCE BONUS <sup>1</sup>	DEFERRED PORTION OF YE GUARANTEE <sup>1</sup>			Partners Plan (Performance Share Plan)	Options	SIP (2007)	Total LTI			Total Direct Compensation (including Grants That Subsequently Had Zero Value)
FP1081	Senior Management	Cassano, Joseph			\$275,000	\$275,000	\$4,377,592				\$34,221,543	\$34,221,543	\$38,599,135		\$38,599,135
AIG02009	EO	SULLIVAN, MARTIN J	\$0	\$6,610,000		\$6,610,000	\$11,408,440	\$2,273,280	\$3,000,045		\$5,273,325	\$5,273,325	\$16,681,765	\$697,910	\$17,379,675
FP145	Senior Management	Forster, Andrew			\$275,000	\$275,000	\$2,104,952				\$11,876,152	\$11,876,152	\$13,981,104		\$13,981,104
AIG01948	EO	BENSINGER, STEVEN J	\$0	\$3,305,000		\$3,305,000	\$5,724,928	\$1,136,640	\$1,255,214		\$2,391,854	\$2,391,854	\$8,116,782	\$35,274	\$8,152,056
FCIC234	Producers/Other	Frost, Alan			\$275,000	\$275,000	\$1,829,526				\$1,993,515	\$1,993,515	\$3,823,041		\$3,823,041
AIG01987	EO	LEWIS, ROBERT E	\$0	\$826,250		\$826,250	\$2,237,986	\$795,648	\$732,208		\$1,527,856	\$1,527,856	\$3,765,842	\$0	\$3,765,842
AIG02005	EO	SCOTT, RICHARD W		\$413,125		\$413,125	\$1,560,861	\$597,920	\$828,441		\$1,426,361	\$1,426,361	\$2,987,222	\$0	\$2,987,222
AIG01994	Corp	MCGINN, KEVIN B	\$215,021			\$215,021	\$841,021	\$177,600	\$0		\$177,600	\$177,600	\$1,018,621	\$0	\$1,018,621

<sup>1</sup> Given the substantial losses sustained by AIG FP in 2008 and 2009, all of the identified FP employees have negative SIP and DCP balances. It is anticipated that there will be no payments under the SIP and the DCP in the future.

2008 Compensation

				Annual Cash Compensation									
Employee ID Number	Group	Employee Name	Title	Annualized Base Salary as of end of Year	Bonus for Current Year Performance	Guaranteed Amount in lieu of Bonus for Current Year Performance (for New Hires)	INTEREST PAID ON DCP/SIP	Total Variable Cash	Total Quarterly Cash Payments	Dividend Related Payments (related to Senior Partners Plan)	PORION OF CASH ERP/ GUARANTEE REPAID (2008)	CONSULTING FEES	Total Cash Compensation
AIG02009	Corp	SULLIVAN, MARTIN J	PRESIDENT & CEO AIG	\$538,462				\$0	\$1,125,000	\$277,484			\$1,940,946
AIG02020	Corp	WILLUMSTAD, ROBERT B	PRESIDENT & CEO AIG	\$269,231				\$0	\$0	\$0			\$269,231
FP1081	Senior Management	Cassano, Joseph	Consultant	\$37,500			\$1,801,300	\$1,801,300	\$0			\$6,000,000	\$7,838,800
AIG01948	Corp	BENSINGER, STEVEN J	EVP & CFO	\$726,923				\$0	\$650,000	\$122,328			\$1,499,251
FP145	Senior Management	Forster, Andrew	Managing Director	\$153,810			\$761,038	\$761,038	\$0				\$914,848
AIG01987	EO	LEWIS, ROBERT E	AIG SVP & CHIEF RISK OFFICER	\$790,000				\$0	\$82,750	\$27,165			\$899,915
AIG02005	Corp	SCOTT, RICHARD W	AIG SVP/SR MANAGG DIR AIGI	\$493,846				\$0	\$133,750	\$20,418			\$648,014
AIG01994	Corp	MCGINN, KEVIN B	CHIEF CREDIT OFFICER-AIG	\$448,000	\$115,000			\$115,000	\$0	\$0			\$563,000

2008 Compensation

Employee ID	Group	Employee Name	Grants from LTI Plans at Grant Date FairValue (Only Grants That Subsequently Were			Total Direct Compensation for Current Year Performance Excluding Grants that Subsequently Had Zero Value	Grants at Grant Date FairValue from LTI Plans (Only Grants That Subsequently Were Not Earned)				Total Direct Compensation (including Grants That Subsequently Had Zero Value)	Other Compensation	Total Direct Compensation including Other Compensation
			Time-Vested RSU	Restricted Stock	Total LTI		Partners Plan (Performance Share Plan)	Senior Partners Plan (Performance Cash Plan)	DEFERRED PORTION OF ERP (2008)	Total LTI			
AIG02009	Corp	SULLIVAN, MARTIN J	\$0		\$0	\$1,940,946	\$2,190,720	\$5,434,000		\$7,624,720	\$9,565,666	\$263,480	\$9,829,146
AIG02020	Corp	WILLUMSTAD, ROBERT B	\$9,510,340	\$24,500,000	\$34,010,340	\$34,279,571				\$0	\$34,279,571	\$521,608	\$34,801,179
FP1081	Senior Management	Cassano, Joseph			\$0	\$7,838,800				\$0	\$7,838,800	\$0	\$7,838,800
AIG01948	Corp	BENSINGER, STEVEN J	\$0		\$0	\$1,499,251	\$1,426,250	\$3,396,250		\$4,822,500	\$6,321,751	\$31,869	\$6,353,620
FP145	Senior Management	Forster, Andrew			\$0	\$914,848			\$3,962,500	\$3,962,500	\$4,877,348	\$4,662,500	\$9,539,848
AIG01987	EO	LEWIS, ROBERT E	\$0		\$0	\$899,915	\$784,437	\$815,100		\$1,599,537	\$2,499,452	\$0	\$2,499,452
AIG02005	Corp	SCOTT, RICHARD W			\$0	\$648,014	\$576,205	\$407,550		\$983,755	\$1,631,769	\$0	\$1,631,769
AIG01994	Corp	MCGINN, KEVIN B	\$0		\$0	\$563,000	\$188,265			\$188,265	\$751,265	\$537,600	\$1,288,865