

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE AMERICAN INTERNATIONAL GROUP, INC.  
SECURITIES LITIGATION

Master File No. 04 Civ. 8141 (DAB) (AJP)

**PROOF OF CLAIM**

**GENERAL INSTRUCTIONS**

1. To receive a recovery from the Escrow Account, created as a result of the settlement (the "Settlement") with defendant American International Group, Inc. ("AIG"), as a member of the Settlement Class in the class action lawsuit entitled *In re American International Group, Inc. Securities Litigation*, Master File No. 04 Civ. 8141 (DAB) (the "Action"), you must complete and, on page 8, sign this Proof of Claim form. If you fail to submit a timely, properly completed and addressed Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the Escrow Account. If you received a distribution(s) from the Fair Fund and do not provide the amount of any and all of your Fair Fund distribution(s), unless the information is otherwise available, your claim will be DEFICIENT; if such deficiency is not corrected, and the Claims Administrator does not otherwise obtain the Fair Fund distribution data, your claim will be REJECTED.

2. If you have already submitted a Proof of Claim form ("PwC Claim" form) in connection with the previously announced settlement with defendant PricewaterhouseCoopers LLP (the "PwC Settlement"), DO NOT complete this Proof of Claim. Instead, you must complete and submit the Release Form that will be mailed to you. If you have not received a Release Form by November 15, 2011, please contact the Administrator at (888) 356-0263. (However, if you have additional transactional information related to your purchases, acquisitions or sales of AIG Securities that you did not submit on your PwC Claim form that you would like considered in the calculation of your claim in this Settlement with AIG please complete and submit this entire Proof of Claim form.)

3. Submission of this Proof of Claim form does not ensure that you will share in the Escrow Account, even if you are a member of the Settlement Class.

4. **YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED NO LATER THAN JANUARY 23, 2012, ADDRESSED AS FOLLOWS:**

AIG Securities Litigation – Company Settlement  
c/o Rust Consulting, Inc.  
P.O. Box 8017  
Faribault, MN 55021-9417

**DO NOT MAIL your Proof of Claim to the Court or to counsel for the Settling Parties.**

If you are NOT a member of the Settlement Class (as defined in the Notice of Proposed Settlement, Motion for Attorneys' Fees and Expenses Award and Fairness Hearing ("Notice")) DO NOT submit this Proof of Claim form. You are not entitled to a recovery.

5. If you are a member of the Settlement Class and you have not timely and validly requested to be excluded from the Settlement Class, you will be bound by the terms of the Order and Final Judgment entered by the Court, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

6. Separate Proofs of Claim must be filed for each differently named or owned account (e.g., individual account, IRA account, joint account, etc.). However, joint tenants, co-owners or UGMA custodians should file a single claim.

**DEFINITIONS**

1. All capitalized terms not otherwise defined herein shall have the same meaning as set forth in the Notice that accompanies this Proof of Claim form.

## IDENTIFICATION OF CLAIMANT

1. You are a member of the Settlement Class if you purchased or otherwise acquired AIG Securities during the period from October 28, 1999 through April 1, 2005, inclusive (the "Class Period") (including if you held the common stock of HSB Group, Inc. ("HSB") at the time HSB was acquired by AIG in a stock for stock transaction, or if you held the common stock of American General Corporation ("AGC") at the time AGC was acquired by AIG in a stock for stock transaction, and were damaged thereby. Excluded from the Settlement Class are (i) the Named Defendants; (ii) members of the immediate families of the individual defendants, as named in the Consolidated Third Amended Class Action Complaint in this Action; (iii) any parent, subsidiary, affiliate, officer, or director of AIG; (iv) persons or entities who timely and validly made requests for exclusion from the Settlement Class and did not thereafter rescind such requests; (v) any entity in which any excluded person or entity has a controlling interest; and (vi) the legal representatives, heirs, successors and assigns of any excluded person or entity.

2. "AIG Securities" are all publicly-traded securities issued by AIG, whether debt or equity securities. Options on AIG common stock are included in this definition. Please see Table 4 in the Notice for a list of the AIG bonds eligible for a recovery.

3. If you held AIG Securities in your name, you are the beneficial purchaser or acquirer as well as the record purchaser or acquirer. If, however, you purchased or otherwise acquired AIG Securities during the Class Period through a third party, such as a nominee or brokerage firm, and the securities were registered in the name of that third party, you are the beneficial purchaser or acquirer of these securities, but the third party is the record purchaser or acquirer of these securities.

4. Use Part I of this form entitled "Claimant Identification" to identify each beneficial purchaser or acquirer of AIG Securities that forms the basis of this claim, as well as the purchaser or acquirer of record if different. THIS CLAIM MUST BE SUBMITTED BY THE ACTUAL BENEFICIAL PURCHASER(S), OR AUTHORIZED ACQUIRER(S) OR LEGAL REPRESENTATIVE(S) OF SUCH BENEFICIAL PURCHASER(S) OR ACQUIRER(S), OF THE AIG SECURITIES UPON WHICH THIS CLAIM IS BASED.

5. All joint beneficial purchasers or acquirers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons or entities represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of one of the beneficial owner(s) may be used in verifying this claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of your claim.

## INSTRUCTIONS FOR THE IDENTIFICATION OF TRANSACTION(S)

1. If you have already submitted a complete Proof of Claim form in connection with the PwC Settlement setting forth all your purchases, acquisitions and sales of AIG Securities during the Class Period, DO NOT do so again.

2. If you have NOT already submitted a Proof of Claim form in connection with the PwC Settlement or if your PwC Claim form did NOT set forth all your purchases, acquisitions and sales of AIG Securities during the Class Period and you would like additional transactions to be considered in this Settlement, use Parts II through IV of this form to supply all required details of all your transaction(s) in AIG Securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

3. On the schedules, provide all of the requested information with respect to: (i) *all* of your holdings of AIG Securities as of the beginning of trading on October 28, 1999; (ii) *all* of your purchases, other acquisitions and sales of AIG Securities which took place at any time beginning October 28, 1999 through June 29, 2005, inclusive (or through December 15, 2010 for sales of AIG debt securities); and (iii) proof of your holdings of AIG Securities as of the close of trading on June 29, 2005 (or as of the close of trading on December 15, 2010 for AIG debt securities), whether such purchases, acquisitions, sales or transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.

4. List each purchase, acquisition, sale and transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each such transaction you list. All holdings and transactions must be documented.

5. Copies of broker confirmations, monthly account statements or other documentation of your purchases, acquisitions, sales or transactions in AIG Securities must be attached to your claim. **DO NOT SEND ORIGINALS**. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim. The Parties and the Administrator do not independently have information about your investments in AIG Securities. The Administrator may also request additional information as needed to efficiently and reliably calculate your losses.

MUST BE POSTMARKED  
NO LATER THAN  
January 23, 2012

*In re AIG Securities Litigation – Company Settlement*

For Official Use Only

No. 04-cv-8141  
**PROOF OF CLAIM AND RELEASE**

01

Use Blue or Black Ink Only

**PART I. CLAIMANT IDENTIFICATION** - Complete either Section A or B and then proceed to C. Please type or print.

A. Complete this Section ONLY if the Beneficial Owner is an individual, joint, or IRA account. Otherwise, proceed to B.

Last Name (Beneficial Owner)	First Name (Beneficial Owner)
<input type="text"/>	<input type="text"/>
Last Name (Joint Beneficial Owner, if applicable)	First Name (Joint Beneficial Owner)
<input type="text"/>	<input type="text"/>
Name of IRA Custodian, if applicable	
<input type="text"/>	
If this account is an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA account, please include "IRA" in the "Last Name" box above (e.g., Jones IRA).	

B. Complete this Section ONLY if the Beneficial Owner is an Entity; i.e., corporation, trust, estate, etc. Then, proceed to C.

Entity Name
<input type="text"/>
Name of Representative, if applicable (Executor, administrator, trustee, c/o, etc.)
<input type="text"/>

C. Account/Mailing Information:

Specify one of the following:		
<input type="checkbox"/> Individual(s)	<input type="checkbox"/> Corporation	<input type="checkbox"/> UGMA Custodian
<input type="checkbox"/> Other:	<input type="checkbox"/> IRA	<input type="checkbox"/> Partnership
<input type="checkbox"/> Estate	<input type="checkbox"/> Trust	<input type="text"/>
Number and Street or P.O. Box		
<input type="text"/>		
City	State	Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/>
Foreign Province and Postal Code	Foreign Country	
<input type="text"/>	<input type="text"/>	
Telephone Number (Day)	Telephone Number (Evening)	
<input type="text"/>	<input type="text"/>	
E-mail Address	Account Number	
<input type="text"/>	<input type="text"/>	
Enter Taxpayer Identification Number below for the Beneficial Owner(s).		
Social Security No. (for individuals)	or	Taxpayer Identification No.
<input type="text"/>		<input type="text"/>



YOU MUST SUBMIT DOCUMENTATION SUPPORTING THE INFORMATION BELOW.

**PART II: SCHEDULE OF TRANSACTIONS IN AIG COMMON STOCK**

A. Number of shares of AIG common stock *held* at the beginning of trading on October 28, 1999. (If none, write "zero" or "0"; if other than zero, must be documented)

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Number of Shares

B. Purchases or other acquisitions (including through exchange of HSB stock or AGC stock) of AIG common stock on or after October 28, 1999 through and including April 1, 2005 (in chronological order):

Trade Date of Purchase (List Chronologically) Month/Day/Year	Number of Shares Purchased or Acquired	Purchase Price Per Share	Total Amount Paid (Excluding Commissions Taxes & Fees)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

C. Total number of shares of AIG common stock purchased from April 2, 2005 to June 29, 2005. (If none, write "zero" or "0"; if other than zero, must be documented)

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Number of Shares

D. Sales on or after October 28, 1999 through and including June 29, 2005 of AIG common stock (in chronological order):

Trade Date of Sale (List Chronologically) Month/Day/Year	Number of Shares Sold	Sale Price Per Share	Total Amount Received (Excluding Commissions Taxes & Fees)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

E. Number of shares of AIG common stock held at the close of trading on June 29, 2005: (If none, write "zero" or "0"; if other than zero, must be documented)

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Number of Shares

If you are adding the above information to the claim previously filed in the PwC Settlement, please check this box

If you require additional space, attach extra schedules in the same format as above.

Sign and print your name on each additional page.



YOU MUST SUBMIT DOCUMENTATION SUPPORTING THE INFORMATION BELOW.

**PART III: SCHEDULE OF TRANSACTIONS IN AIG DEBT SECURITIES**

**POSITIONS:**

A. Beginning and Ending Positions: I owned the following principal amounts of AIG Bonds/Notes held at the close of business on October 27, 1999, at the close of business on April 1, 2005, at the close of business on June 29, 2005, and at the close of business on December 15, 2010 (please provide separately for each particular AIG Bond/Note):

Cusip (See Table 4)	Coupon Rate	Maturity Date	Principal Amount of this Particular Bond/Note held as of the close of business on October 27, 1999	Principal Amount of this Particular Bond/Note held as of the close of business on April 1, 2005	Principal Amount of this Particular Bond/Note held as of the close of business on June 29, 2005	Principal Amount of this Particular Bond/Note held as of the close of business on December 15, 2010

**PURCHASES AND SALES**

B. Purchases/Acquisitions: I made the following purchases or acquisitions of AIG Bonds/Notes on or after October 28, 1999 through and including April 1, 2005 (in chronological order):

Cusip (See Table 4)	Coupon Rate	Maturity Date	Trade Date of Purchase (List Chronologically) Month/ Day/ Year	Principal Amount	Purchase Price per \$1000 of Principal Amount	Aggregate Cost (Excluding Commissions Taxes & Fees)

C. Sales: I made the following sales of AIG Bond/Notes on or after October 28, 1999 through and including December 15, 2010 (in chronological order):

Cusip (See Table 4)	Coupon Rate	Maturity Date	Trade Date of Sale (List Chronologically) Month/ Day/ Year	Principal Amount	Sale Price per \$1000 of Principal Amount	Aggregate Received (Excluding Commissions Taxes & Fees)

If you are adding the above information to the claim previously filed in the PwC Settlement, please check this box

If you require additional space, attach extra schedules in the same format as above.

Sign and print your name on each additional page.



YOU MUST SUBMIT DOCUMENTATION SUPPORTING THE INFORMATION BELOW.

**PART IV: SCHEDULE OF TRANSACTIONS IN AIG OPTIONS SECURITIES**

**AIG CALL OPTIONS**

A. Beginning Position: At the close of business on October 27, 1999, I owned the following call options on AIG common stock (in chronological order):

No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Insert an "E" if Exercised or an "X" if Expired	Exercise Date (Month/Day/Year)

B. Purchases: I made the following purchases of call options on AIG common stock on or after October 28, 1999 through and including April 1, 2005 (in chronological order):

Trade Date of Purchase (List Chronologically) Month/Day/Year	No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Purchase Price Per Contract	Amount Paid (Excluding Commissions Taxes & Fees)	Insert an "E" if Exercised or an "X" if Expired or "S" for Sold	Exercise Date (Month/Day/Year)

C. Sales: I made the following sales of the above call options on AIG common stock which call options were purchased before April 1, 2005 (include all such sales no matter when they occurred) (in chronological order):

Trade Date of Sale (List Chronologically) Month/Day/Year	No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Sale Price Per Contract	Amount Received (Excluding Commissions Taxes & Fees)

If you are adding the above information to the claim previously filed in the PwC Settlement, please check this box

If you require additional space, attach extra schedules in the same format as above.

Sign and print your name on each additional page.



**AIG PUT OPTIONS**

**D. Beginning Position:** At the close of business on October 27, 1999, I was obligated on the following put options on AIG common stock (in chronological order):

No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Insert an "A" if Assigned or an "X" if Expired	Assign Date (Month/Day/Year)

**E. Sales (writing) of Put Options:** I wrote (sold) put options on AIG common stock on or after October 28, 1999 through and including April 1, 2005 (in chronological order):

Trade Date of Writing (Sale) Month/Day/Year	No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Sale Price Per Contract	Amount Received (Excluding Commissions Taxes & Fees)	Insert an "A" if Assigned or an "X" if Expired	Assign Date (Month/Day/Year)

**F. Covering Transactions (Repurchases):** I made the following repurchases of the above put options on AIG common stock that I wrote (sold) before April 1, 2005 (include all repurchases no matter when they occurred) (in chronological order):

Trade Date of Purchase (List Chronologically) Month/Day/Year	No. of Contracts	Cusip	Expiration Month & Year	Strike Price	Price Paid Per Contract	Aggregate Cost (Excluding Commissions Taxes & Fees)

If you are adding the above information to the claim previously filed in the PwC Settlement, please check this box

If you require additional space, attach extra schedules in the same format as above.

Sign and print your name on each additional page



**PART V: PRIOR DISTRIBUTIONS FROM THE FAIR FUND**

A. Definition: The "Fair Fund" means the \$800 million fund deposited by AIG with the Court Registry Investment System on March 3, 2006 under the designation "SEC v. American International Group, Inc., 06 Civ. 1000 (LAP)," pursuant to the final judgment entered on February 17, 2006 by the United States District Court for the Southern District of New York against AIG.

B. Amount Received:

Did you receive a distribution from the Fair Fund? YES  NO

If you answered YES, what was the amount of each distribution you received from the Fair Fund?

\$

Notice: If you received a distribution from the Fair Fund and do not provide the amount of any and all of your Fair Fund distribution(s), unless the information is otherwise available, your claim will be DEFICIENT; if such deficiency is not corrected, and the Claims Administrator does not otherwise obtain the Fair Fund distribution data, your claim will be REJECTED.

**YOU ARE NOT FINISHED, PLEASE READ THE RELEASE AND SIGN ON PAGE 8 BELOW. FAILURE TO SIGN THE CERTIFICATION MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**

**PART VI: SUBMISSION TO THE JURISDICTION OF THE COURT AND ACKNOWLEDGMENTS**

I (We) submit this Proof of Claim under the terms of the Agreement of Compromise and Settlement, dated November 30, 2010 ("Agreement") described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of New York with respect to my (our) claim as a member of the Settlement Class and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I (we) will be bound by and subject to the terms of any Final Judgment that may be entered in the Action. I (We) agree to furnish additional information to the Administrator to support this claim if requested to do so. I (We) have not submitted any other claim in this Settlement covering the same purchases, acquisitions, sales or holdings of AIG Securities during the Class Period and know of no other persons or entities having done so on my (our) behalf.

**PART VII: RELEASE**

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims each and all of the Released Persons as those terms are defined in the accompanying Notice.
2. This release shall be of no force or effect unless and until the Court approves the Agreement, the Effective Date (as defined in the Agreement) has occurred and AIG has funded the Settlement as set forth in the Agreement.
3. Effective upon the Effective Date, with respect to any and all Released Claims, I (we) hereby expressly waive the provisions, rights and benefits of California Civil Code § 1542 and any provisions, rights and benefits conferred by any law of any state or territory of the United States or principle of common law which is similar, comparable or equivalent to California Civil Code § 1542, which provides:  

A general release does not extend to claims which the creditor does not know or suspect to exist in his favor at the time of executing the release, which if known by him must have materially affected his settlement with the debtor.
4. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
5. I (We) hereby warrant and represent that I (we) have included information about all of my (our) purchases, acquisitions, and sales and other transactions in AIG Securities which occurred during the Class Period (October 28, 1999 through April 1, 2005, inclusive) and the number of shares or units of AIG Securities held by me (us) at the requested periods of time.



**SUBSTITUTE FORM W-9**  
Request for Taxpayer Identification Number ("TIN") and Certification

**PART 1**

NAME:

Check appropriate box:

Individual/Sole Proprietor     Pension Plan     Corporation     Partnership     Trust     IRA

Other:

Enter TIN on appropriate line.

For individuals, this is your social security number ("SSN").

For sole proprietors, you must show your individual name, but you may also enter your business or "doing business as" name. You may enter either your SSN or your Employer Identification Number.

Social Security Number

or

Employer Identification Number

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**PART 2**

For Payees Exempt from Backup Withholding

If you are exempt from backup withholding, enter your correct TIN in Part 1 and write "exempt" on the following line:

\_\_\_\_\_.

**PART VIII: CERTIFICATION**

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

1. I (We) have read the contents of the Notice and the Proof of Claim, including the releases provided for in the Settlement;
2. I (We) hereby warrant and represent that I (we) am (are) Settlement Class Member(s), as defined in the Notice, and am (are) not excluded from the Settlement Class as defined herein and in the Notice;
3. I (We) own(ed) the AIG Securities identified in the Proof of Claim, or that, in signing and submitting this Proof of Claim, I (we) have the authority to act on behalf of the owner(s) thereof;
4. I (We) hereby warrant and represent that the amount that I (we) have reported in Part V of this form concerning distributions from the Fair Fund is accurate.
5. I (We) desire to participate in the Settlement described in the Notice and agree to the terms and conditions thereof;
6. I (We) waive trial by jury, to the extent it exists, and agree to the Court's summary disposition of the determination of the validity or amount of the claim made by this Proof of Claim;
7. The number shown on this form is my correct TIN;
8. I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(C) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the Internal Revenue Service has notified me (us) that I am (we are) no longer subject to backup withholding.



NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out the above paragraph. The Internal Revenue Service does not require your consent to any provision of this document other than the certification required to avoid backup withholding.

9. I (We) declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct and that the documents submitted herewith are true and genuine.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 201\_\_ in \_\_\_\_\_, \_\_\_\_\_.  
(City) (State/Country)

Signature of Claimant

(Type/print name of Claimant)

Signature of Joint Claimant, if any

(Type/print name of Joint Claimant, if any)

*If Claimant is other than an individual, or is not the person completing this form, the following also must be provided:*

Signature of person signing on behalf of Claimant

(Type/print name of person signing on behalf of Claimant)

Capacity of person signing on behalf of Claimant, if other than an individual (e.g., Administrator, Executor, Trustee, etc.)

ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.

**REMINDER CHECKLIST:**

1. Please sign the above release and certification.
2. Remember to attach supporting documentation.
3. Do not send original or copies of stock certificates.
4. Keep a copy of the completed claim form and documentation for your records.
5. If you do not receive an acknowledgment postcard of receipt of your claim form within forty (40) days of your mailing the form, then please call the Administrator, toll-free, at (888) 356-0263.
6. If you move, please send the Administrator your new address:

AIG Securities Litigation – Company Settlement

c/o Rust Consulting, Inc.

P.O. Box 8017

Faribault, MN 55021-9417

Toll-Free: (888) 356-0263

Email: [info@AIGSecuritiesLitigationCompanySettlement.com](mailto:info@AIGSecuritiesLitigationCompanySettlement.com)

Website: [www.AIGSecuritiesLitigationCompanySettlement.com](http://www.AIGSecuritiesLitigationCompanySettlement.com)

