

**AMERICAN INTERNATIONAL GROUP, INC.**  
**PUBLIC POLICY AND SOCIAL RESPONSIBILITY COMMITTEE CHARTER**  
**(Amended March 15, 2006)**

**I. Purpose of Committee**

The Public Policy and Social Responsibility Committee (the “Committee”) of the Board of Directors (the “Board”) is responsible for reviewing the position and policies of American International Group, Inc. (“AIG”) that relate to current and emerging corporate social responsibility and political and public policy issues of significance to AIG, that may affect AIG’s business operations, performance or corporate reputation.

**II. Committee Membership**

The Committee shall be comprised of at least three directors, a majority of which shall be independent under the rules of the Securities and Exchange Commission and the New York Stock Exchange, Inc. (“Independent”), each of whom shall serve at the pleasure of the Board. The members of the Committee should be appointed by the Board upon recommendation of the Nominating and Corporate Governance Committee. The Board shall appoint a Chairman of the Committee, who shall be Independent.

**III. Organization**

The Committee will meet at least four times each year or more frequently as it deems necessary or appropriate to carry out its responsibilities. Three directors, including the Chairman, shall constitute a quorum for the transaction of Committee business.

The Chairman shall, in consultation with other Committee members, set the agenda for and preside at meetings of the Committee. The Secretary of AIG or another designated individual shall record and keep minutes of all Committee meetings.

**IV. Committee Duties and Responsibilities**

The duties and responsibilities of the Committee are to review and, if necessary, report to the Board with respect to the following:

- A. Trends in legislation, regulation, and emerging public policy issues that may affect AIG’s business operations, performance, or corporate reputation;
- B. AIG’s position on key public policy issues under consideration in legislative, regulatory and judicial forums;
- C. The manner in which AIG conducts its public policies, social and environmental practices, government relations activities, and other issues related or important to AIG’s employees, shareholders, customers, vendors and the countries in which AIG does business, in furtherance of its corporate social responsibility;
- D. AIG’s support of charitable and educational or other non-profit organizations and activities, including the AIG Disaster Relief Fund – New York and AIG Foundation, Inc., in furtherance of its corporate social responsibility;

- E. AIG's relationships with public interest groups, legislatures and government agencies, as well as with AIG's employees, customers, shareholders, vendors and the communities in which we do business; and how those constituencies view AIG as those relationships relate to issues of public policy and social responsibility;
- F. Shareholder proposals involving issues of public policy and social responsibility and to make recommendations to the Board regarding AIG's response to these proposals.

**V. Committee Self-Assessment**

The Committee shall conduct an annual evaluation of its performance and report the results of such review to the Board. In connection with that annual review, the Committee shall also recommend to the Board any modifications of this Charter that the Committee deems necessary or appropriate. The format of the self-assessment shall be determined by the Committee.

**VI. Resources and Authority of the Committee**

The Committee shall have direct access to, and complete and open communication with, senior management and may obtain advice and assistance from internal legal, accounting, and other advisors to assist it. In performing its functions, the Committee is entitled to rely on the findings of fact, advice, reports and opinions of management as well as legal, accounting and other advisors retained by AIG. The Committee may retain, if appropriate, independent legal, accounting, and other advisors to assist it, and may determine the compensation of such advisors, and AIG shall be responsible for any costs or expenses so incurred.