

AMERICAN INTERNATIONAL GROUP, INC.
AUDIT COMMITTEE CHARTER
(Effective September 19, 2023)

I. Purpose

The purpose of the Audit Committee (the “Committee”) of the Board of Directors (the “Board”) of American International Group, Inc. (“AIG”) is to assist the Board in overseeing: (a) the integrity of AIG’s financial statements; (b) AIG’s compliance with legal and regulatory requirements; (c) the independent auditor’s qualifications and independence; and (d) the performance of AIG’s internal audit function.

While the Committee has the responsibilities and powers set forth in this charter, it is not the duty of the Committee to plan or conduct audits or to determine that AIG’s financial statements and disclosures are complete and accurate in accordance with U.S. generally accepted accounting principles (“GAAP”), applicable rules and regulations. These are the responsibilities of management and the independent auditor.

II. Membership

The Committee shall be comprised of at least three directors, each of whom shall meet the independence and financial literacy requirements of the Securities and Exchange Commission (“SEC”) and the New York Stock Exchange and any other applicable law, rule, or regulation. The Chair and a majority of the members of the Committee shall each qualify as an “audit committee financial expert” as that term is defined in the SEC’s rules. Determinations of independence, financial literacy and audit committee expertise shall be made by the Board upon the recommendation of the Nominating and Corporate Governance Committee (“NCGC”). The Chair and other members of the Committee shall be appointed and may be removed by the Board upon the recommendation of the NCGC.

Committee members shall not simultaneously serve on the audit committee of more than two other public companies unless the Board determines that such service would not impair a Committee member’s ability to effectively serve on the Committee.

III. Meetings

- A. The Committee shall meet as frequently as it deems appropriate.
- B. The Chair shall preside at meetings of the Committee. In the absence of the Chair at a duly convened meeting, the Committee shall select a member of the Committee to serve as the chair of the meeting.
- C. The Corporate Secretary of AIG or another designated individual shall record and keep minutes of all Committee meetings.
- D. The Committee shall meet periodically in separate executive sessions with the independent auditor and members of management, including the chief internal auditor.
- E. The Chair of the Committee shall report regularly to the Board.

IV. Responsibilities

The responsibilities of the Committee shall include the following:

A. *Oversight of Relationship with Independent Auditor*

1. The independent auditor for AIG is accountable to the Board through the Committee and shall report directly to the Committee. The Committee shall have the sole authority to appoint or replace the independent auditor. The Committee shall be directly responsible for the compensation and oversight of the work of the independent auditor (including resolution of disagreements between management and the independent auditor regarding financial reporting) for the purpose of preparing or issuing an audit report or performing other audit, review, or attestation services for AIG.
2. The Committee shall discuss with the independent auditor (i) on an annual basis, the matters required to be discussed by the Public Company Accounting Oversight Board (“PCAOB”) Auditing Standards relating to the conduct of the audit; and (ii) on a quarterly basis, the matters required to be discussed by the PCAOB Auditing Standards relating to the conduct of a review of interim financial information.
3. The Committee shall review with the independent auditor (i) observations relating to their assessment of AIG’s internal control over financial reporting; (ii) any management letter provided by the independent auditor and management’s response thereto; (iii) a summary of the major audit reports issued by the internal audit department and management’s response thereto; (iv) any accounting adjustments that were noted or proposed by the independent auditor but were “passed” (as immaterial or otherwise); and (v) any significant communications between the audit team and the independent auditor’s national office with respect to auditing or accounting issues in connection with the engagement.
4. The Committee shall review with the independent auditor the responsibilities, budget, and staffing of AIG’s internal audit function.
5. The Committee shall meet with the independent auditor and AIG’s internal auditors, prior to the commencement of the annual audit, to review the planning and scope of the audit.
6. The Committee shall review with the independent auditor matters relating to (i) the conduct of its annual audit work, including any difficulties encountered in the course of the audit work; (ii) any restrictions on the scope of the independent auditor’s activities or access to requested information; and (iii) any significant disagreements with management.
7. The Committee shall obtain from the independent auditor assurance that the audit was conducted in a manner consistent with Section 10A of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), which

sets forth certain procedures to be followed in any audit of financial statements required under the Exchange Act.

8. At least annually, obtain and review a report by the independent auditor describing: (i) the independent auditor's internal quality-control procedures; (ii) any material issues raised by the most recent internal quality-control review (or peer review) of the independent auditor, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting to one or more independent audits carried out by the independent auditor, and any steps taken to deal with any such issues; and (iii) all relationships between the independent auditor and AIG to enable the Committee to assess the auditor's independence.
9. The Committee shall pre-approve all audit, internal control-related and permitted non-audit services to be performed by the independent auditor as required by SEC rules.
10. Before the engagement of an independent auditor and at least annually thereafter, review and discuss with the independent auditor the independent auditor's written communications to the Committee regarding the relationships between the auditor and AIG that, in the auditor's professional judgment, may reasonably be thought to bear on its independence and affirm in writing to the Committee that the auditor is independent.
11. The Committee shall, at least annually, evaluate the qualifications, performance, and independence of the independent auditor, including considering whether the independent auditor's quality controls are adequate and whether the provision of permitted non-audit services is compatible with maintaining the independent auditor's independence, taking into account the opinions of management and internal auditors. The Committee shall present its conclusions with respect to the independent auditor to the Board on an annual basis.
12. The Committee shall review and evaluate the lead partner of the independent auditor team.
13. The Committee shall ensure the regular rotation of the lead audit partner, the concurring partner and any other active audit engagement team partner as required by law and shall discuss with management the timing and process for implementing such regular rotation.
14. In addition to the ongoing assessment and annual evaluation of AIG's independent auditor, the Committee will consider every five years (or more frequently if the Committee deems it appropriate) whether to conduct a formal request for proposal regarding the appointment and retention of the independent auditor for AIG.
15. The Committee shall set clear policies for AIG's hiring of employees or former employees of the independent auditor.

B. *Financial Statements and Disclosure Matters*

1. The Committee shall discuss with management AIG's earnings press releases (including the use of "pro forma" or "adjusted" non-GAAP information), as well as financial information and earnings guidance provided to analysts and rating agencies.
2. The Committee shall review and discuss with management and the independent auditor the annual audited financial statements, including disclosures in "Management's Discussion and Analysis of Financial Condition and Results of Operations," and recommend to the Board whether the audited financial statements should be included in AIG's Annual Report on Form 10-K.
3. The Committee shall review and discuss with management and the independent auditor the quarterly financial statements prior to the filing of AIG's Report on Form 10-Q, including disclosures made in "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the results of the independent auditor's review of the quarterly financial information.
4. The Committee shall review and discuss quarterly reports from the independent auditor on: (i) all critical accounting policies and practices to be used; (ii) all alternative treatments of financial information within U.S. GAAP that have been discussed with management, ramifications of the use of such alternative disclosures and treatment, and the treatment preferred by the independent auditor; and (iii) other material written communications between the independent auditor and management.
5. The Committee shall review and discuss with management (including the chief internal auditor) and the independent auditor the AIG internal controls report and the independent auditor's attestation report before the filing of AIG's Annual Report on Form 10-K.
6. The Committee shall discuss with management and the independent auditor significant financial reporting issues and judgments made in connection with the preparation of AIG's financial statements, including any significant change in AIG's selection or application of accounting principles.
7. The Committee shall discuss with management and the independent auditor any major issues relating to the adequacy of AIG's internal controls, any special steps adopted in light of material control deficiencies, and the adequacy of disclosures about changes in internal control over financial reporting.
8. The Committee shall discuss with management and the independent auditor the effect of regulatory and accounting initiatives, as well as off-balance sheet structures on AIG's financial statements.
9. The Committee shall review disclosures regarding any significant deficiencies in the design or operation of internal controls or material

weaknesses therein and any fraud involving management or other employees who have a significant role in the Company's internal controls.

10. The Committee shall discuss with management AIG's major financial risk exposures and the steps management has taken to monitor and control such exposures, including AIG's risk assessment and risk management policies.

C. *Oversight of AIG's Internal Audit Function*

1. The Committee shall review and approve the chief internal auditor's proposed audit plan at least annually (including the outsourcing of functions to external vendors, if applicable, and overall risk-assessment methodology) and financial budget. The Committee shall review the organization of the internal audit department and the adequacy of its resources.
2. The Committee shall (i) review and approve the appointment, replacement, reassignment or dismissal of the chief internal auditor, who shall report to the Committee; and (ii) be involved in performance reviews of the chief internal auditor.

D. *Communication with Management and Employees*

1. The Committee shall review with management, including, as applicable, the general counsel and chief compliance officer, (i) any significant legal, compliance or regulatory matters that have arisen or that may have a material impact on AIG's business, financial statements or compliance policies; (ii) AIG's relations with regulators or governmental agencies; and (iii) any material reports or inquiries received from regulators and government agencies.
2. The Committee shall establish procedures for the receipt, retention, and treatment of complaints received regarding accounting, internal accounting controls, or auditing matters and for the confidential and anonymous submission by AIG employees of concerns regarding accounting or auditing matters.
3. The Committee shall receive reports of significant violations of AIG's Director, Executive Officer and Senior Financial Officer Code of Business Conduct and Ethics or AIG's Code of Conduct.

E. *Dividends*

1. With regard to dividends, the Committee shall:
 - i. Approve regular, quarterly cash dividends on AIG common stock, consistent with the current Board-approved annual capital plan (including any amendments thereto) and any Board-approved dividend policies; and

- ii. Approve regular, periodic cash dividends on AIG preferred stock provided that (a) any such dividends shall be pursuant to the terms of such preferred stock as may be issued by AIG from time to time and consistent with any Board-approved dividend policies and (b) any decision not to declare a dividend for any dividend period must be approved by the Board.

F. *Other Responsibilities*

1. The Committee shall review and approve the report required by the rules of the SEC to be included in AIG's annual proxy statement.
2. The Committee shall, on an annual basis, review the following Model Audit Rule matters to the extent they may be relevant to the overall purpose and responsibilities of the Committee: (i) decisions taken at the AIG level which may materially impact subsequent statutory filings; (ii) statutory accounting and reporting matters that may materially affect disclosures made in AIG's consolidated financial statements; (iii) filing status and results of audits related to statutory filings; and (iv) independent auditor oversight and communications.
3. The Committee shall periodically review and discuss any significant or non-ordinary course topics raised at the audit committee meetings of AIG's material foreign subsidiaries.
4. Review reports regarding discussions with rating agencies from time to time.

V. *Access to Advisors*

- A. In coordination with the Chief Financial Officer or General Counsel, the Committee shall have access to senior management and may obtain advice and assistance from internal legal, compliance, finance, accounting, risk and other advisors.
- B. The Committee shall have the authority to retain and terminate independent legal and other advisors, as the Committee may deem appropriate in its sole discretion. The Committee shall be responsible for the appointment, compensation and oversight of the work of such advisors. The Committee has authority to approve all such advisors' fees and other retention terms. AIG shall be responsible for any costs or expenses so incurred.

VI. *Delegation of Authority*

- A. The Committee shall have the authority to form, and delegate its authority to, one or more subcommittees consisting solely of one or more members of the Committee when it deems it appropriate to do so. Each subcommittee shall have the full power and authority of the Committee as to matters delegated to such subcommittee.
- B. The Chair is delegated the authority to discuss with the independent auditor the matters required to be discussed by the PCAOB Auditing Standards.

VII. Performance Evaluation

- A. In coordination with the NCGC, conduct a performance evaluation annually of the Committee and report the results to the Board.

VIII. Amendments

- A. The Committee shall review and reassess this charter from time to time and propose any recommended changes to the Board.