SONIC CORP
Form 10-Q
April 04, 2014
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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 10-Q

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(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended February 28, 2014

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ________________ to _________________

Commission File Number 0-18859

SONIC CORP.

(Exact name of registrant as specified in its charter)

Delaware	73-1371046
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

300 Johnny Bench Drive Oklahoma City, Oklahoma	73104
(Address of principal executive offices)	(Zip Code)

(405) 225-5000

(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer		Accelerated filer
Non-accelerated filer	(Do no check if a smaller reporting company)	Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

As of March 31, 2014, approximately 54,349,291 shares of the registrant's common stock, par value $0.01 per share, were outstanding.

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PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

SONIC CORP.
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands, except per share amounts)
(Unaudited)

	February 28, 2014	August 31, 2013
ASSETS		
Current assets:		
Cash and cash equivalents	$ 35,117	$ 77,896
Restricted cash	8,589	11,823
Accounts and notes receivable, net	24,732	29,142
Income taxes receivable	7,949	7,728
Prepaid expenses and other current assets	11,397	14,133
Total current assets	87,784	140,722
Noncurrent restricted cash	6,717	6,791
Notes receivable, net	7,868	10,013
Property, equipment and capital leases	755,659	729,197
Less accumulated depreciation and amortization	(340,325)	(329,536)
Property, equipment and capital leases, net	415,334	399,661
Goodwill	77,093	77,093
Other assets, net	23,827	26,514
Total assets	$ 618,623	$ 660,794
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 11,562	$ 13,100
Franchisee deposits	3,599	4,048
Accrued liabilities	29,319	37,221
Income taxes payable	2,107	4,241
Current maturities of long-term debt and capital leases	14,518	14,320
Total current liabilities	61,105	72,930
Obligations under capital leases due after one year	25,020	22,458
Long-term debt due after one year	432,485	437,380
Deferred income taxes	35,510	34,915
Other non-current liabilities	18,233	15,647
Total non-current liabilities	511,248	510,400

Stockholders' equity:		
Preferred stock, par value $.01; 1,000 shares authorized; none outstanding	-	-
Common stock, par value $.01; 245,000 shares authorized;		
118,309 shares issued (118,309 shares issued at August 31, 2013)	1,183	1,183
Paid-in capital	218,874	224,768
Retained earnings	770,453	758,138
Treasury stock, at cost; 63,915 shares (62,025 shares at August 31, 2013)	(944,240)	(906,625)
Total stockholders' equity	46,270	77,464
Total liabilities and stockholders' equity	$ 618,623	$ 660,794

The accompanying notes are an integral part of the consolidated financial statements.

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SONIC CORP.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(In thousands, except per share amounts)
(Unaudited)

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Revenues:				
Company Drive-In sales	$ 81,848	$ 83,706	$ 175,347	$ 177,162
Franchise Drive-Ins:				
Franchise royalties and fees	26,582	25,996	57,803	55,916
Lease revenue	715	949	1,601	2,435
Other	596	490	1,642	1,636
Total revenues	109,741	111,141	236,393	237,149
Costs and expenses:				
Company Drive-Ins:				
Food and packaging	23,043	23,546	49,279	50,178
Payroll and other employee benefits	30,031	31,448	63,371	64,913
Other operating expenses, exclusive of depreciation and amortization included below	18,437	18,811	40,244	40,787
Total cost of Company Drive-In sales	71,511	73,805	152,894	155,878
Selling, general and administrative	15,886	15,467	32,891	31,597
Depreciation and amortization	10,031	10,069	20,065	20,664
Other operating income, net	(36)	(218)	(165)	(211)
Total costs and expenses	97,392	99,123	205,685	207,928
Income from operations	12,349	12,018	30,708	29,221
Interest expense	6,384	7,448	12,767	15,123
Interest income	(144)	(168)	(261)	(309)
Loss from early extinguishment of debt	-	492	-	492
Net interest expense	6,240	7,772	12,506	15,306
Income before income taxes	6,109	4,246	18,202	13,915
Provision for income taxes	2,002	669	5,887	4,205
Net income	$ 4,107	$ 3,577	$ 12,315	$ 9,710
Basic income per share	$ 0.07	$ 0.06	$ 0.22	$ 0.17
Diluted income per share	$ 0.07	$ 0.06	$ 0.21	$ 0.17

The accompanying notes are an integral part of the consolidated financial statements.

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SONIC CORP.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Six months ended February 28,			
	2014		2013	
Cash flows from operating activities:				
Net income	$	12,315	$	9,710
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation and amortization		20,065		20,664
Stock-based compensation expense		1,839		1,948
Other		(2,321)		718
Decrease in operating assets:				
Restricted cash		3,447		2,702
Accounts receivable and other assets		6,277		6,625
Increase (decrease) in operating liabilities:				
Accounts payable		(2,216)		986
Accrued and other liabilities		(5,215)		(6,209)
Income taxes		1,729		(15,197)
Total adjustments		23,605		12,237
Net cash provided by operating activities		35,920		21,947
Cash flows from investing activities:				
Purchases of property and equipment		(31,587)		(13,917)
Proceeds from sale of assets		1,030		31,861

Other		3,002		1,977
Net cash provided by (used in) investing activities		(27,555)		19,921
Cash flows from financing activities:				
Payments on debt		(4,893)		(27,468)
Purchases of treasury stock		(57,847)		(25,550)
Proceeds from exercise of stock options		12,327		3,000
Other		(731)		(2,010)
Net cash used in financing activities		(51,144)		(52,028)
Net decrease in cash and cash equivalents		(42,779)		(10,160)
Cash and cash equivalents at beginning of period		77,896		52,647
Cash and cash equivalents at end of period	$	35,117	$	42,487
Supplemental cash flow information				
Cash paid during the period for:				
Income taxes (net of refunds)	$	4,638	$	20,087
Non-cash investing and financing activities:				
Change in obligation to acquire treasury stock		530		(1,102)
Notes receivable and direct financing leases from property disposition		-		8,661

The accompanying notes are an integral part of the consolidated financial statements.

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SONIC CORP.

NOTES TO CONDENSED CONSOLIDATED FINANICAL STATEMENTS

(In thousands, expect per share data)

(Unaudited)

1.Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with United States generally accepted accounting principles ("GAAP") and with the rules and regulations of the Securities and Exchange Commission. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements of Sonic Corp. (the "Company"). In the opinion of management, these financial statements reflect all adjustments of a normal recurring nature, including recurring accruals, necessary for the fair presentation of the Company's financial position, results of operations and cash flows for the interim periods presented in conformity with GAAP. In certain situations, recurring accruals, including franchise royalties, are based on more limited information at interim reporting dates than at the Company's fiscal year end due to the abbreviated reporting period. Actual results may differ from these estimates. These unaudited condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto for the fiscal year ended August 31, 2013, included in the Company's Annual Report on Form 10-K. Interim results are not necessarily indicative of the results that may be expected for a full year or any other interim period. The second fiscal quarter is typically the most volatile for the Company due to seasonality and weather.

Principles of Consolidation

The accompanying financial statements include the accounts of the Company, its wholly owned subsidiaries and a number of Company Drive-Ins in which a subsidiary has a controlling ownership interest. All intercompany accounts and transactions have been eliminated.

Reclassifications

Certain amounts reported in previous years, which are not material, have been combined and reclassified to conform to the current-year presentation.

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SONIC CORP.

NOTES TO CONDENSED CONSOLIDATED FINANICAL STATEMENTS

(In thousands, expect per share data)

(Unaudited)

2.Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share:

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Numerator:				
Net income	$ 4,107	$ 3,577	$ 12,315	$ 9,710
Denominator:				
Weighted average common shares outstanding– basic	55,958	55,798	56,125	56,735
Effect of dilutive employee stock options and unvested restricted stock units	1,450	625	1,528	519
Weighted average common shares – diluted	57,408	56,423	57,653	57,254
Net income per common share – basic	$ 0.07	$ 0.06	$ 0.22	$ 0.17
Net income per common share – diluted	$ 0.07	$ 0.06	$ 0.21	$ 0.17
Anti-dilutive securities excluded(1)	1,117	3,735	1,042	4,151

(1) Anti-dilutive securities consist of stock options and unvested restricted stock units that were not included in the computation of diluted earnings per share because either the exercise price of the options was greater than the average market price of the common stock or the total assumed proceeds under the treasury stock method resulted in negative incremental shares and thus the inclusion would have been anti-dilutive.

3.Share Repurchase Program

In August 2013, the Company's Board of Directors extended the share repurchase program authorizing the Company to purchase up to $40 million of its outstanding shares of common stock and, in January 2014, the Company's Board of Directors approved an incremental $40 million authorization that allows for up to $80 million of common stock to be repurchased through August 31, 2014. Share repurchases may be made from time to time in the open market or otherwise, including through an accelerated share repurchase program, under terms of a Rule 10b5-1 plan, in privately negotiated transactions or in round lot or block transactions. The share repurchase program may be extended, modified, suspended or discontinued at any time.

In February 2014, the Company entered into an accelerated share repurchase ("ASR") agreement with a financial institution to purchase $40 million of the Company's common stock. In exchange for a $40 million up-front payment, the financial institution delivered approximately 2.1 million shares. Subsequent to the end of the second quarter, the ASR purchase period concluded with no additional shares delivered, resulting in an average price per share of $19.13.

The Company reflected the ASR transaction as a repurchase of common stock for purposes of calculating earnings per share and as a forward contract indexed to its own common stock. The forward contract met all of the applicable criteria for equity classification.

Including repurchases under the ASR transaction described above, during the first six months of fiscal year 2014, approximately 3.1 million shares were repurchased for a total cost of $58.4 million, resulting in an average price per share of $19.06.

The total remaining amount authorized under the share repurchase program, as of February 28, 2014, was $21.6 million.

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SONIC CORP.

NOTES TO CONDENSED CONSOLIDATED FINANICAL STATEMENTS

(In thousands, expect per share data)

(Unaudited)

4.Income Taxes

The following table presents the Company's provision for income taxes and effective income tax rate for the periods below:

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Provision for income taxes	$ 2,002	$ 669	$ 5,887	$ 4,205
Effective income tax rate	32.8 %	15.8 %	32.3 %	30.2 %

The lower effective income tax rate during the second quarter and first six months of fiscal year 2013 was primarily attributable to the expiration of a state statute of limitations related to an uncertain tax position and legislation that was passed to reinstate and extend the Work Opportunity Tax Credit ("WOTC").

As of February 28, 2014, the Company had $2.1 million of unrecognized tax benefits, including $0.3 million of interest and penalties. During the first six months of fiscal year 2014, the liability for unrecognized tax benefits decreased $0.5 million. The decrease was primarily related to the IRS' acceptance of a federal tax method change that impacted the Company's tax rate. The Company recognizes estimated interest and penalties as a component of its income tax expense, net of federal benefit. If recognized, the entire amount of unrecognized tax benefits would favorably impact the effective tax rate.

The Company or one of its subsidiaries is subject to U.S. federal income tax and income tax in multiple U.S. state jurisdictions. The Company is currently undergoing examinations or appeals by various state and federal authorities. The Company anticipates that the finalization of these examinations or appeals, combined with the expiration of applicable statutes of limitations and the additional accrual of interest related to unrecognized benefits on various return positions taken in years still open for examination, could result in a change to the liability for unrecognized tax benefits during the next 12 months ranging from a decrease of $1.5 million to an increase of $1.3 million depending on the timing and terms of the examination resolutions.

5.Contingencies

The Company is involved in various legal proceedings and has certain unresolved claims pending. Based on the information currently available, management believes that all claims currently pending are either covered by insurance or would not have a material adverse effect on the Company’s business, operating results or financial condition.

On December 20, 2013, the Company extended a note purchase agreement to a bank that serves to guarantee the repayment of a franchisee loan, with a term through 2018, and also benefits the franchisee with a lower financing rate. In the event of default by the franchisee, the Company would purchase the franchisee loan from the bank, thereby becoming the note holder and providing an avenue of recourse with the franchisee. The Company recorded a liability for this guarantee which was based on the Company’s estimate of fair value. As of February 28, 2014, the balance of the franchisee’s loan was $6.3 million.

The Company has obligations under various operating lease agreements with third-party lessors related to the real estate for certain Company Drive-In operations that were sold to franchisees. Under these agreements, which expire through 2029, the Company remains secondarily liable for the lease payments for which it was responsible as the original lessee. As of February 28, 2014, the amount remaining under these guaranteed lease obligations totaled $10.0 million. At this time, the Company does not anticipate any material defaults under the foregoing leases; therefore, no liability has been provided.

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SONIC CORP.

NOTES TO CONDENSED CONSOLIDATED FINANICAL STATEMENTS

(In thousands, expect per share data)

(Unaudited)

6.Fair Value of Financial Instruments

The fair value of financial instruments is the amount at which the instrument could be exchanged in a current transaction between willing parties. The Company has no financial liabilities that are required to be measured at fair value on a recurring basis.

The Company categorizes its assets and liabilities recorded at fair value based upon the following fair value hierarchy established by the Financial Accounting Standards Board:

•Level 1 valuations use quoted prices in active markets for identical assets or liabilities that are accessible at the measurement date. An active market is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

•Level 2 valuations use inputs other than actively quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include: (a) quoted prices for similar assets or liabilities in active markets, (b) quoted prices for identical or similar assets or liabilities in markets that are not active, (c) inputs other than quoted prices that are observable for the asset or liability such as interest rates and yield curves observable at commonly quoted intervals and (d) inputs that are derived principally from or corroborated by observable market data by correlation or other means.

•Level 3 valuations use unobservable inputs for the asset or liability. Unobservable inputs are used to the extent observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date.

The Company’s cash equivalents are carried at cost which approximates fair value and totaled $31.8 million at February 28, 2014 and $39.1 million at August 31, 2013. This fair value is estimated using Level 1 inputs.

At February 28, 2014, the fair value of the Company’s Series 2011-1 Senior Secured Fixed Rate Notes, Class A-2 (the “2011 Fixed Rate Notes”) and Series 2013-1 Senior Secured Fixed Rate Notes, Class A-2 (the “2013 Fixed Rate Notes”) approximated the carrying value of $442.7 million, including accrued interest. At August 31, 2013, the fair value of the 2011 Fixed Rate Notes and 2013 Fixed Rate Notes approximated the carrying value of $447.6 million, including accrued interest. The fair value of the 2011 Fixed Rate Notes and the 2013 Fixed Rate Notes is estimated using Level 2 inputs from market information available for public debt transactions for companies with ratings that are similar to the Company’s ratings and from information gathered from brokers who trade in the Company’s notes.

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SONIC CORP.

NOTES TO CONDENSED CONSOLIDATED FINANICAL STATEMENTS

(In thousands, expect per share data)

(Unaudited)

7.Segment Information

Operating segments are generally defined as components of an enterprise for which separate discrete financial information is available as the basis for management to allocate resources and assess performance.

Based on internal reporting and management structure, the Company has two reportable segments: Company Drive-Ins and Franchise Operations. The Company Drive-Ins segment consists of the drive-in operations in which the Company owns a controlling ownership interest and derives its revenues from operating drive-in restaurants. The Franchise Operations segment consists of franchising activities and derives its revenues from royalties, franchise fees and lease revenues received from franchisees. The accounting policies of the segments are the same as those described in the Summary of Significant Accounting Policies in the Company's most recent Annual Report on Form 10-K. Segment information for total assets and capital expenditures is not presented as such information is not used in measuring segment performance or allocating resources between segments.

The following table presents the revenues and income from operations for each reportable segment, along with reconciliation to reported revenue, income from operations and income before income taxes:

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Revenues:				
Company Drive-Ins	$ 81,848	$ 83,706	$ 175,347	$ 177,162
Franchise Operations	27,297	26,945	59,404	58,351
Unallocated revenues	596	490	1,642	1,636
Total revenues	$ 109,741	$ 111,141	$ 236,393	$ 237,149
Income from operations:				
Company Drive-Ins	$ 10,337	$ 9,901	$ 22,453	$ 21,284
Franchise Operations	27,297	26,945	59,404	58,351
Unallocated income	632	708	1,807	1,847

Unallocated expenses:				
Selling, general and administrative	(15,886)	(15,467)	(32,891)	(31,597)
Depreciation and amortization	(10,031)	(10,069)	(20,065)	(20,664)
Income from operations	12,349	12,018	30,708	29,221
Net interest expense	(6,240)	(7,772)	(12,506)	(15,306)
Income before income taxes	$ 6,109	$ 4,246	$ 18,202	$ 13,915

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Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

In the Quarterly Report on Form 10-Q, unless the context otherwise requires, the terms "Sonic Corp.," "the Company," "we," "us" and "our" refer to Sonic Corp. and its subsidiaries.

Overview

System-wide same-store sales increased 1.4% during the second quarter and increased 1.8% for the first six months of fiscal year 2014 as compared to flat sales and an increase of 1.5%, respectively, for the same periods last year. Same-store sales at Company Drive-Ins increased 1.3% during the second quarter and 1.6% for the first six months of fiscal year 2014 as compared to an increase of 1.9% and 3.1%, respectively, for the same periods last year. Our continued positive same-store sales, in light of adverse weather during the second quarter of fiscal year 2014, are a result of successful implementation of initiatives, including product quality improvements, a greater emphasis on personalized service and a tiered pricing strategy, that have set a solid foundation for growth. We continue to focus on key initiatives such as increased media effectiveness and our innovative product pipeline in supporting our layered day-part promotional strategy to drive same-store sales. To achieve earnings growth, we utilize a multi-layered growth strategy which incorporates same-store sales growth, operating leverage, deployment of cash, an ascending royalty rate and new drive-in development. Positive same-store sales is the most important layer and drives operating leverage and increased operating cash flows.

Revenues decreased to $109.7 million for the second quarter of fiscal year 2014 from $111.1 million for the same period last year and decreased to $236.4 million for the first six months of fiscal year 2014 from $237.1 million for the same period last year. A decline in Company Drive-In sales was the primary driver of the decrease in revenues for the second quarter and first half of fiscal year 2014 and was mainly attributable to the closure of 12 lower performing Company Drive-Ins on August 31, 2013 and the refranchising of seven Company Drive-Ins during the first quarter of fiscal year 2014. Partially offsetting this decline was an increase in franchising revenues. Restaurant margins at Company Drive-Ins improved 80 basis points during the second quarter and first six months of fiscal year 2014 primarily as a result of leverage from improved same-store sales and the closure of 12 lower performing Company Drive-Ins on August 31, 2013.

Second quarter results for fiscal year 2014 reflected net income of $4.1 million or $0.07 per diluted share, as compared to net income of $3.6 million or $0.06 per diluted share for the same period last year. Excluding the prior year non-GAAP adjustments further described below, net income and diluted earnings per share for the second quarter of fiscal year 2014 would have increased 35% and 40%, respectively. Net income and diluted earnings per share for the first six months of fiscal year 2014 were $12.3 million and $0.21, respectively, as compared to net income of $9.7 million and $0.17 per diluted share for the same period last year. Excluding the non-GAAP adjustments further described below, net income and diluted earnings per share for the first half of fiscal year 2014 would have increased

27% and 25%, respectively.

The following non-GAAP adjustments are intended to supplement the presentation of the Company's financial results in accordance with GAAP. We believe the exclusion of these items in evaluating the change in net income and diluted earnings per share for the periods below provides useful information to investors and management regarding the underlying business trends and the performance of our ongoing operations and is helpful for period-to-period and company-to-company comparisons, which management believes will assist investors in analyzing the financial results for the Company and predicting future performance.

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	Three months ended February 28, 2014		Three months ended February 28, 2013	
	Net Income	Diluted EPS	Net Income	Diluted EPS
Reported – GAAP	$ 4,107	$ 0.07	$ 3,577	$ 0.06
After-tax loss from early extinguishment of debt	-	-	315	0.01
Retroactive tax benefit of Work Opportunity Tax Credit ("WOTC") and resolution of tax matters	-	-	(857)	(0.02)
Adjusted - Non-GAAP	$ 4,107	$ 0.07	$ 3,035	$ 0.05

	Six months ended February 28, 2014		Six months ended February 28, 2013	
	Net Income	Diluted EPS	Net Income	Diluted EPS
Reported – GAAP	$ 12,315	$ 0.21	$ 9,710	$ 0.17
Tax benefit from the IRS' acceptance of a federal tax method change	(484)	(0.01)	-	-
After-tax loss from early extinguishment of debt	-	-	315	0.01
Retroactive tax benefit of WOTC and resolution of tax matters	-	-	(743)	(0.02)
Adjusted - Non-GAAP	$ 11,831	$ 0.20	$ 9,282	$ 0.16

The following table provides information regarding the number of Company Drive-Ins and Franchise Drive-Ins operating as of the end of the periods indicated as well as the system-wide change in sales and average unit volume. System-wide information includes both Company Drive-In and Franchise Drive-In information, which we believe is useful in analyzing the growth of the brand as well as the Company's revenues, since franchisees pay royalties based on a percentage of sales.

System-wide Performance
($ in thousands)

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Increase (decrease) in total sales	0.8 %	(0.5) %	1.5 %	1.6 %
System-wide drive-ins in operation(1):				
Total at beginning of period	3,517	3,549	3,522	3,556
Opened	6	3	13	4

Closed (net of re-openings)	(16)	(26)	(28)	(34)
Total at end of period	3,507	3,526	3,507	3,526
Average sales per drive-in	$ 234	$ 229	$ 499	$ 487
Change in same-store sales(2)	1.4 %	0.0 %	1.8 %	1.5 %

(1) Drive-ins that are temporarily closed for various reasons (repairs, remodeling, relocations, etc.) are not considered closed unless the Company determines that they are unlikely to reopen within a reasonable time.

(2) Represents percentage change for drive-ins open for a minimum of 15 months.

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Results of Operations

Revenues. The following table sets forth the components of revenue for the reported periods and the relative change between the comparable periods.

Revenues
($ in thousands)

	Three months ended February 28, 2014	2013	Increase (Decrease)	Percent Increase (Decrease)
Revenues:				
Company Drive-In sales	$ 81,848	$ 83,706	$ (1,858)	(2.2) %
Franchise Drive-Ins:				
Franchise royalties	26,376	25,821	555	2.1
Franchise fees	206	175	31	17.7
Lease revenue	715	949	(234)	(24.7)
Other	596	490	106	21.6
Total revenues	$ 109,741	$ 111,141	$ (1,400)	(1.3) %

	Six months ended February 28, 2014	2013	Increase (Decrease)	Percent Increase (Decrease)
Revenues:				
Company Drive-In sales	$ 175,347	$ 177,162	$ (1,815)	(1.0) %
Franchise Drive-Ins:				
Franchise royalties	57,288	55,736	1,552	2.8
Franchise fees	515	180	335	186.1
Lease revenue	1,601	2,435	(834)	(34.3)
Other	1,642	1,636	6	0.4
Total revenues	$ 236,393	$ 237,149	$ (756)	(0.3) %

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The following table reflects the changes in sales and same-store sales at Company Drive-Ins. It also presents information about average unit volumes and the number of Company Drive-Ins, which is useful in analyzing the growth of Company Drive-In sales.

Company Drive-In Sales
($ in thousands)

	Three months ended February 28,		Six months ended February 28,	
	2014	2013	2014	2013
Company Drive-In sales	$ 81,848	$ 83,706	$ 175,347	$ 177,162
Percentage decrease	(2.2) %	(4.0) %	(1.0) %	(3.7) %
Company Drive-Ins in operation(1):				
Total at beginning of period	388	409	396	409
Opened	-	-	-	-
Sold to franchisees	-	-	(7)	-
Closed (net of re-openings)	-	(4)	(1)	(4)
Total at end of period	388	405	388	405
Average sales per Company Drive-In	$ 213	$ 207	$ 452	$ 437

Counterparty netting and cash collateral	-	-	-	(1,589)	(980)	(2,569)
Total derivative liabilities	1	3,423	278	(1,589)	(980)	1,133
Long-term debt	-	2,820	-	-	-	2,820
Other liabilities	25	-	-	-	-	25
Total	$26	$6,258	$3,974	$(1,589)	$(980)	$ 7,689

December 31, 2017 *(in millions)*	Level 1	Level 2	Level 3	Counterparty Netting[a]	Cash Collateral	
Assets:						
Bonds available for sale:						
U.S. government and government sponsored entities	$ 201	$ 2,455	$ -	$ -	$ -	$
Obligations of states, municipalities and political subdivisions	-	16,240	2,404	-	-	
Non-U.S. governments	20	15,631	8	-	-	
Corporate debt	-	133,003	1,173	-	-	
RMBS	-	21,098	16,136	-	-	
CMBS	-	13,217	624	-	-	
CDO/ABS	-	8,131	8,651	-	-	
Total bonds available for sale	221	209,775	28,996	-	-	
Other bond securities:						
U.S. government and government sponsored entities	238	2,564	-	-	-	
Non-U.S. governments	-	57	-	-	-	
Corporate debt	-	1,891	18	-	-	
RMBS	-	421	1,464	-	-	
CMBS	-	485	74	-	-	
CDO/ABS	-	604	4,956	-	-	
Total other bond securities	238	6,022	6,512	-	-	
Equity securities available for sale:						
Common stock	1,061	-	-	-	-	
Preferred stock	18	515	-	-	-	
Mutual funds	110	4	-	-	-	
Total equity securities available for sale	1,189	519	-	-	-	
Other equity securities	589	-	-	-	-	
Mortgage and other loans receivable	-	-	5	-	-	
Other invested assets[c]	-	1	250	-	-	
Derivative assets:						
Interest rate contracts	1	2,170	-	-	-	
Foreign exchange contracts	-	827	4	-	-	
Equity contracts	188	252	82	-	-	
Credit contracts	-	-	1	-	-	
Other contracts	-	-	20	-	-	
Counterparty netting and cash collateral	-	-	-	(1,464)	(1,159)	
Total derivative assets	189	3,249	107	(1,464)	(1,159)	
Short-term investments	2,078	537	-	-	-	
Separate account assets	87,141	5,657	-	-	-	
Total	$ 91,645	$ 225,760	$ 35,870	$ (1,464)	$ (1,159)	$
Liabilities:						
Policyholder contract deposits	$ -	$ 14	$ 4,136	$ -	$ -	$
Derivative liabilities:						

Interest rate contracts		2	2,176	22	-	-
Foreign exchange contracts		-	1,241	4	-	-
Equity contracts		2	19	-	-	-
Credit contracts		-	14	263	-	-
Other contracts		-	-	5	-	-
Counterparty netting and cash collateral		-	-	-	(1,464)	(1,249)
Total derivative liabilities		4	3,450	294	(1,464)	(1,249)
Long-term debt		-	2,888	-	-	-
Other liabilities		46	43	-	-	-
Total	$	50$	6,395$	4,430$	(1,464)$	(1,249)$

(a) Represents netting of derivative exposures covered by qualifying master netting agreements.

(b) As a result of the adoption of the Recognition and Measurement of Financial Assets and Financial Liabilities standard on January 1, 2018 (Financial Instruments Recognition and Measurement Standard), equity securities are no longer classified and accounted for as available for sale securities.

(c) Excludes investments that are measured at fair value using the net asset value (NAV) per share (or its equivalent), which totaled $5.9 billion and $6.0 billion as of March 31, 2018 and December 31, 2017, respectively.

Transfers of Level 1 and Level 2 Assets and Liabilities

Our policy is to record transfers of assets and liabilities between Level 1 and Level 2 at their fair values as of the end of each reporting period, consistent with the date of the determination of fair value. Assets are transferred out of Level 1 when they are no longer transacted with sufficient frequency and volume in an active market. Conversely, assets are transferred from Level 2 to Level 1 when transaction volume and frequency are indicative of an active market.

During the three-month periods ended March 31, 2018 and 2017, we transferred $16 million and $53 million, respectively, of securities issued by Non-U.S. government entities from Level 1 to Level 2, because they are no longer considered actively traded. For similar reasons, during the three-month periods ended March 31, 2018 and 2017, we transferred $191 million and $63 million, respectively, of securities issued by the U.S. government and government sponsored entities from Level 1 to Level 2. We had no material transfers from Level 2 to Level 1 during the three-month periods ended March 31, 2018 and 2017.

Changes in Level 3 Recurring Fair Value Measurements

The following tables present changes during the three-month periods ended March 31, 2018 and 2017 in Level 3 assets and liabilities measured at fair value on a recurring basis, and the realized and unrealized gains (losses) related to the Level 3 assets and liabilities in the Condensed Consolidated Balance Sheets at March 31, 2018 and 2017:

(in millions)	Fair Value Beginning of Period	Net Realized and Unrealized Gains (Losses) Included in Income	Other Comprehensive Income (Loss)	Purchases, Sales, Issuances and Settlements, Net	Gross Transfers in
Three Months Ended March 31, 2018					
Assets:					
Bonds available for sale:					
Obligations of states, municipalities and political subdivisions	$ 2,404	$ 1	$ (75)	$ (69)	$ -
Non-U.S. governments	8	(4)	4	1	-
Corporate debt	1,173	(57)	10	248	565
RMBS	16,136	266	5	(536)	-
CMBS	624	6	(17)	(23)	-
CDO/ABS	8,651	8	(88)	(710)	-
Total bonds available for sale	28,996	220	(161)	(1,089)	565
Other bond securities:					
Corporate debt	18	1	-	-	-

RMBS	1,464	39	-	(76)	-
CMBS	74	(1)	-	(1)	1
CDO/ABS	4,956	89	-	(260)	-
Total other bond securities	6,512	128	-	(337)	1
Other equity securities[(a)]	-	-	-	3	-
Mortgage and other loans receivable	5	-	-	(5)	-
Other invested assets	250	23	1	18	-
Total	$ 35,763	$ 371	$ (160)	$ (1,410)	$ 566

(in millions)	Fair Value Beginning of Period	Net Realized and Unrealized (Gains) Losses Included in Income	Other Comprehensive Income (Loss)	Purchases, Sales, Issuances and Settlements, Net	Gross Transfers in
Liabilities:					
Policyholder contract deposits	$ 4,136	$ (506)	$ -	$ 66	$ -
Derivative liabilities, net:					
Interest rate contracts	22	(3)	-	(2)	-
Foreign exchange contracts	-	(10)	-	11	-
Equity contracts	(82)	4	-	-	-
Credit contracts	262	(10)	-	(2)	-
Other contracts	(15)	(17)	-	20	-
Total derivative liabilities, net[(b)]	187	(36)	-	27	-
Long-term debt[(c)]	-	-	-	-	-
Total	$ 4,323	$ (542)	$ -	$ 93	$ -

(in millions)	Fair Value Beginning of Period	Net Realized and Unrealized Gains (Losses) Included in Income	Other Comprehensive Income (Loss)	Purchases, Sales, Issuances and Settlements, Net	Gr Transf
Three Months Ended March 31, 2017					
Assets:					
Bonds available for sale:					
Obligations of states, municipalities and political subdivisions	$ 2,040	$ 2	$ (4)	$ 21	$
Non-U.S. governments	17	-	-	(1)	
Corporate debt	1,133	(4)	(3)	(13)	
RMBS	16,906	289	151	(858)	
CMBS	2,040	5	5	(348)	
CDO/ABS	7,835	6	48	(102)	
Total bonds available for sale	29,971	298	197	(1,301)	
Other bond securities:					
Corporate debt	17	1	-	-	
RMBS	1,605	55	-	(125)	
CMBS	155	-	-	(17)	
CDO/ABS	5,703	173	-	(368)	
Total other bond securities	7,480	229	-	(510)	
Equity securities available for sale:					
Common stock	-	-	-	8	
Total equity securities available for sale	-	-	-	8	
Other equity securities	-	-	-	-	
Mortgage and other loans receivable	11	-	-	-	
Other invested assets	204	(1)	(5)	(17)	
Total	$ 37,666	$ 526	$ 192	$ (1,820)	$

(in millions)	Fair Value Beginning of Period	Net Realized and Unrealized (Gains) Losses Included in Income	Other Comprehensive Income (Loss)	Purchases, Sales, Issuances and Settlements, Net	Gr Transf
Liabilities:					
Policyholder contract deposits	$ 3,033	$ (45)	$ -	$ 84	$
Derivative liabilities, net:					
Interest rate contracts	38	(3)	-	(3)	
Foreign exchange contracts	11	-	-	(5)	

Equity contracts	(58)	(11)	-	7
Credit contracts	329	(15)	-	1
Other contracts	(11)	(19)	-	19
Total derivative liabilities, net[b]	309	(48)	-	19
Long-term debt[c]	71	12	-	(25)
Total	$ 3,413 $	(81) $	- $	78 $

(a) As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer classified and accounted for as available for sale securities.

(b) Total Level 3 derivative exposures have been netted in these tables for presentation purposes only.

(c) Includes guaranteed investment agreements (GIAs), notes, bonds, loans and mortgages payable.

Net realized and unrealized gains and losses included in income related to Level 3 assets and liabilities shown above are reported in the Condensed Consolidated Statements of Income as follows:

(in millions)	Net Investment Income	Net Realized Capital Gains (Losses)	Other Income	Total
Three Months Ended March 31, 2018				
Bonds available for sale	**$ 282**	**$ (62)**	**$ -**	**$ 220**
Other bond securities	**23**	**(4)**	**109**	**128**
Other equity securities	**-**	**-**	**-**	**-**
Other invested assets	**25**	**-**	**(2)**	**23**
Three Months Ended March 31, 2017				
Bonds available for sale	$ 298	$ -	$ -	$ 298
Other bond securities	75	6	148	229
Other equity securities	-	-	-	-
Other invested assets	-	(3)	2	(1)

(in millions)	Net Investment Income	Net Realized Capital (Gains) Losses	Other Income	Total
Three Months Ended March 31, 2018				
Policyholder contract deposits	**-**	**(506)**	**-**	**(506)**
Derivative liabilities, net	**-**	**1**	**(37)**	**(36)**
Long-term debt	**-**	**-**	**-**	**-**
Three Months Ended March 31, 2017				
Policyholder contract deposits	-	(45)	-	(45)
Derivative liabilities, net	-	(7)	(41)	(48)
Long-term debt	-	-	12	12

The following table presents the gross components of purchases, sales, issuances and settlements, net, shown above, for the three-month periods ended March 31, 2018 and 2017 related to Level 3 assets and liabilities in the Condensed Consolidated Balance Sheets:

(in millions)	Purchases	Sales	Issuances and Settlements	Purchases, S Issuance Settlements,
Three Months Ended March 31, 2018				
Assets:				
Bonds available for sale:				
Obligations of states, municipalities and political subdivisions	$ 15	$ -	$ (84)	$
Non-U.S. governments	2	-	(1)	
Corporate debt	254	(3)	(3)	
RMBS	233	(5)	(764)	
CMBS	12	-	(35)	
CDO/ABS	495	(851)	(354)	
Total bonds available for sale	1,011	(859)	(1,241)	(1
Other bond securities:				
RMBS	1	(5)	(72)	
CMBS	-	-	(1)	
CDO/ABS	-	(4)	(256)	
Total other bond securities	1	(9)	(329)	
Other equity securities	3	-	-	
Mortgage and other loans receivable	-	(5)	-	
Other invested assets	22	-	(4)	
Total assets	$ 1,037	$ (873)	$ (1,574)	$ (1
Liabilities:				
Policyholder contract deposits	$ -	$ 112	$ (46)	$
Derivative liabilities, net	(7)	-	34	
Long-term debt[(b)]	-	-	-	
Total liabilities	$ (7)	$ 112	$ (12)	$
Three Months Ended March 31, 2017				
Assets:				
Bonds available for sale:				
Obligations of states, municipalities and political subdivisions	$ 37	$ (5)	$ (11)	$
Non-U.S. governments	-	(1)	-	
Corporate debt	-	-	(13)	
RMBS	339	(244)	(953)	
CMBS	39	(67)	(320)	
CDO/ABS	13	-	(115)	
Total bonds available for sale	428	(317)	(1,412)	(1
Other bond securities:				

RMBS		98	(167)		(56)		
CMBS		-	(11)		(6)		
CDO/ABS		-	-		(368)		
Total other bond securities		98	(178)		(430)		
Equity securities available for sale		8	-		-		
Other equity securities		-	-		-		
Mortgage and other loans receivable		-	-		-		
Other invested assets		1	-		(18)		
Total assets	$	535	$ (495)	$	(1,860)	$	(1
Liabilities:							
Policyholder contract deposits	$	-	$ 70	$	14	$	
Derivative liabilities, net		-	-		19		
Long-term debt[(b)]		-	-		(25)		
Total liabilities	$	-	$ 70	$	8	$	

(a) There were no issuances during the three-month periods ended March 31, 2018 and 2017, respectively.

(b) Includes GIAs, notes, bonds, loans and mortgages payable.

Both observable and unobservable inputs may be used to determine the fair values of positions classified in Level 3 in the tables above. As a result, the unrealized gains (losses) on instruments held at March 31, 2018 and 2017 may include changes in fair value that were attributable to both observable (e.g., changes in market interest rates) and unobservable inputs (e.g., changes in unobservable long-dated volatilities).

Transfers of Level 3 Assets and Liabilities

We record transfers of assets and liabilities into or out of Level 3 classification at their fair values as of the end of each reporting period, consistent with the date of the determination of fair value. The Net realized and unrealized gains (losses) included in income or Other comprehensive income (loss) as shown in the table above excludes $24 million and $8 million of net losses related to assets and liabilities transferred into Level 3 during the three-month periods ended March 31, 2018 and 2017, respectively, and includes $1 million of net gains related to assets and liabilities transferred out of Level 3 during the three-month period ended March 31, 2017.

Transfers of Level 3 Assets

During the three-month periods ended March 31, 2018 and 2017, transfers into Level 3 assets primarily included certain investments in private placement corporate debt, RMBS, CMBS and CDO/ABS. Transfers of private placement corporate debt and certain ABS into Level 3 assets were primarily the result of limited market pricing information that required us to determine fair value for these securities based on inputs that are adjusted to better reflect our own assumptions regarding the characteristics of a specific security or associated market liquidity. The transfers of investments in RMBS, CMBS and CDO and certain ABS into Level 3 assets were due to decreases in market transparency and liquidity for individual security types.

During the three-month periods ended March 31, 2018 and 2017, transfers out of Level 3 assets primarily included private placement and other corporate debt, CMBS, RMBS, CDO/ABS and certain investments in municipal securities. Transfers of certain investments in municipal securities, corporate debt, RMBS, CMBS and CDO/ABS out of Level 3 assets were based on consideration of market liquidity as well as related transparency of pricing and associated observable inputs for these investments. Transfers of certain investments in private placement corporate debt and certain ABS out of Level 3 assets were primarily the result of using observable pricing information that reflects the fair value of those securities without the need for adjustment based on our own assumptions regarding the characteristics of a specific security or the current liquidity in the market.

Transfers of Level 3 Liabilities

There were no significant transfers of derivative or other liabilities into or out of Level 3 for the three-month periods ended March 31, 2018 and 2017.

QUANTITATIVE INFORMATION ABOUT LEVEL 3 FAIR VALUE MEASUREMENTS

The table below presents information about the significant unobservable inputs used for recurring fair value measurements for certain Level 3 instruments, and includes only those instruments for which information about the inputs is reasonably available to us, such as data from independent third-party valuation service providers and from internal valuation models. Because input information from third-parties with respect to certain Level 3 instruments (primarily CDO/ABS) may not be reasonably available to us, balances shown below may not equal total amounts reported for such Level 3 assets and liabilities:

(in millions)		**Fair Value at March 31, 2018**	Valuation Technique	Unobservable Input[b]	Range (Weighted Average)
Assets:					
Obligations of states, municipalities and political subdivisions	**$**	**1,571**	Discounted cash flow	Yield	3.82% - 4.51% (4.16%)
Corporate debt		**1,638**	Discounted cash flow	Yield	4.74% - 13.88% (9.31%)
RMBS[a]		**15,679**	Discounted cash flow	Constant prepayment rate	3.71% - 12.82% (8.27%)
				Loss severity	40.73% - 75.96% (58.34%)
				Constant default rate	3.23% - 8.25% (5.74%)
				Yield	2.99% - 5.33% (4.16%)
CDO/ABS[a]		**5,200**	Discounted cash flow	Yield	3.69% - 4.99% (4.34%)
CMBS		**456**	Discounted cash flow	Yield	2.82% - 6.34% (4.58%)
Liabilities:					

Embedded derivatives within Policyholder contract deposits:				
Guaranteed minimum withdrawal benefits (GMWB)	1,601	Discounted cash flow	Equity volatility	6.45% - 50.55%
			Base lapse rate	0.35% - 14.00%
			Dynamic lapse multiplier	30.00% - 170.00%
			Mortality multiplier(c)	40.00% - 153.00%
			Utilization	90.00% - 100.00%
			Equity / interest-rate correlation	20.00% - 40.00%
Index Annuities	1,517	Discounted cash flow	Lapse rate	0.50% - 40.00%
			Mortality multiplier(c)	42.00% - 162.00%
			Option Budget	1.00% - 4.00%
Indexed Life	554	Discounted cash flow	Base lapse rate	2.00% - 19.00%
			Mortality rate	0.00% - 40.00%

(in millions)		Fair Value at December 31, 2017	Valuation Technique	Unobservable Input[b]	Range (Weighted Average)
Assets:					
Obligations of states, municipalities and political subdivisions	$	1,620	Discounted cash flow	Yield	3.55% - 4.32% (3.94%)
Corporate debt		1,086	Discounted cash flow	Yield	3.26% - 12.22% (7.74%)
RMBS[a]		16,156	Discounted cash flow	Constant prepayment rate	3.97% - 13.42% (8.69%)
				Loss severity	43.15% - 77.15% (60.15%)
				Constant default rate	3.31% - 8.30% (5.80%)
				Yield	2.73% - 5.19% (3.96%)
CDO/ABS[a]		5,254	Discounted cash flow	Yield	3.38% - 4.78% (4.08%)
CMBS		487	Discounted cash flow	Yield	2.22% - 7.77% (4.99%)
Liabilities:					
Embedded derivatives within Policyholder contract deposits:					
GMWB		1,994	Discounted cash flow	Equity volatility	6.45% - 51.25%
				Base lapse rate	0.35% - 14.00%
				Dynamic lapse multiplier	30.00% - 170.00%

			Mortality multiplier[(c)]	40.00% - 153.00%
			Utilization	90.00% - 100.00%
			Equity / interest-rate correlation	20.00% - 40.00%
Index Annuities	1,603	Discounted cash flow	Lapse rate	0.50% - 40.00%
			Mortality multiplier[(c)]	42.00% - 162.00%
			Option Budget	1.00% - 4.00%
Indexed Life	515	Discounted cash flow	Base lapse rate	2.00% - 19.00%
			Mortality rate	0.00% - 40.00%

(a) Information received from third-party valuation service providers. The ranges of the unobservable inputs for constant prepayment rate, loss severity and constant default rate relate to each of the individual underlying mortgage loans that comprise the entire portfolio of securities in the RMBS and CDO securitization vehicles and not necessarily to the securitization vehicle bonds (tranches) purchased by us. The ranges of these inputs do not directly correlate to changes in the fair values of the tranches purchased by us, because there are other factors relevant to the fair values of specific tranches owned by us including, but not limited to, purchase price, position in the waterfall, senior versus subordinated position and attachment points.

(b) Represents discount rates, estimates and assumptions that we believe would be used by market participants when valuing these assets and liabilities.

(c) Mortality inputs are shown as multipliers of the 2012 Individual Annuity Mortality Basic table.

The ranges of reported inputs for Obligations of states, municipalities and political subdivisions, Corporate debt, RMBS, CDO/ABS, and CMBS valued using a discounted cash flow technique consist of one standard deviation in either direction from the value weighted average. The preceding table does not give effect to our risk management practices that might offset risks inherent in these Level 3 assets and liabilities.

Sensitivity to Changes in Unobservable Inputs

We consider unobservable inputs to be those for which market data is not available and that are developed using the best information available to us about the assumptions that market participants would use when pricing the asset or liability. Relevant inputs vary depending on the nature of the instrument being measured at fair value. The following paragraphs provide a general description of sensitivities of significant unobservable inputs along with interrelationships between and among the significant unobservable inputs and their impact on the fair value measurements. The effect of a change in a particular assumption in the sensitivity analysis below is considered independently of changes in any other assumptions. In practice, simultaneous changes in assumptions may not always have a linear effect on the inputs discussed below. Interrelationships may also exist between observable and unobservable inputs. Such relationships have not been included in the discussion below. For each of the individual relationships described below, the inverse relationship would also generally apply.

Obligations of States, Municipalities and Political Subdivisions

The significant unobservable input used in the fair value measurement of certain investments in obligations of states, municipalities and political subdivisions is yield. In general, increases in the yield would decrease the fair value of investments in obligations of states, municipalities and political subdivisions.

Corporate Debt

Corporate debt securities included in Level 3 are primarily private placement issuances that are not traded in active markets or that are subject to transfer restrictions. Fair value measurements consider illiquidity and non transferability. When observable price quotations are not available, fair value is determined based on discounted cash flow models using discount rates based on credit spreads, yields or price levels of publicly traded debt of the issuer or other comparable securities, considering illiquidity and structure. The significant unobservable input used in the fair value measurement of corporate debt is the yield. The yield is affected by the market movements in credit spreads and U.S. Treasury yields. In addition, the migration in credit quality of a given security generally has a corresponding effect on the fair value measurement of the security. For example, a downward migration of credit quality would increase spreads. Holding U.S. Treasury rates constant, an increase in corporate credit spreads would decrease the fair value of corporate debt.

RMBS and CDO/ABS

The significant unobservable inputs used in fair value measurements of RMBS and certain CDO/ABS valued by third party valuation service providers are constant prepayment rates (CPR), loss severity, constant default rates (CDR) and yield. A change in the assumptions used for the probability of default will generally be accompanied by a corresponding change in the assumption used for the loss severity and an inverse change in the assumption used for prepayment rates. In general, increases in CPR, loss severity, CDR and yield, in isolation, would result in a decrease in the fair value measurement. Changes in fair value based on variations in assumptions generally cannot be extrapolated because the relationship between the directional change of each input is not usually linear.

CMBS

The significant unobservable input used in fair value measurements for CMBS is the yield. Prepayment assumptions for each mortgage pool are factored into the yield. CMBS generally feature a lower degree of prepayment risk than RMBS because commercial mortgages generally contain a penalty for prepayment. In general, increases in the yield would decrease the fair value of CMBS.

Embedded derivatives within Policyholder contract deposits

Embedded derivatives reported within Policyholder contract deposits include GMWB within variable annuity products and interest crediting rates based on market indices within index annuities, indexed life and GICs.

For any given contract, assumptions for unobservable inputs vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative. The following unobservable inputs are used for valuing embedded derivatives measured at fair value:

- Long-term equity volatilities represent equity volatility beyond the period for which observable equity volatilities are available. Increases in assumed volatility will generally increase the fair value of both the projected cash flows from rider fees as well as the projected cash flows related to benefit payments. Therefore, the net change in the fair value of the liability may be either a decrease or an increase, depending on the relative changes in projected rider fees and projected benefit payments.

- Equity / interest rate correlation estimates the relationship between changes in equity returns and interest rates in the economic scenario generator used to value our GMWB embedded derivatives. In general, a higher positive correlation assumes that equity markets and interest rates move in a more correlated fashion, which generally increases the fair value of the liability.

- Base lapse rate assumptions are determined by company experience and are adjusted at the contract level using a dynamic lapse function, which reduces the base lapse rate when the contract is in-the-money (when the contract holder's guaranteed value, as estimated by the company, is worth more than their underlying account value). Lapse rates are also generally assumed to be lower in periods when a surrender charge applies. Increases in assumed lapse rates will generally decrease the fair value of the liability, as fewer policyholders would persist to collect guaranteed withdrawal amounts.

- Mortality rate assumptions, which vary by age and gender, are based on company experience and include a mortality improvement assumption. Increases in assumed mortality rates will decrease the fair value of the liability, while lower mortality rate assumptions will generally increase the fair value of the liability, because guaranteed payments will be made for a longer period of time.

- Utilization assumptions estimate the timing when policyholders with a GMWB will elect to utilize their benefit and begin taking withdrawals. The assumptions may vary by the type of guarantee, tax-qualified status, the contract's withdrawal history and the age of the policyholder. Utilization assumptions are based on company experience, which includes partial withdrawal behavior. Increases in assumed utilization rates will generally increase the fair value of the liability.

- Option budget estimates the expected long-term cost of options used to hedge exposures associated with equity price changes. The level of option budgets determines future costs of the options, which impacts the growth in account value and the valuation of embedded derivatives.

Investments in Certain Entities Carried at Fair Value Using Net Asset Value Per Share

The following table includes information related to our investments in certain other invested assets, including private equity funds, hedge funds and other alternative investments that calculate net asset value per share (or its equivalent). For these investments, which are measured at fair value on a recurring basis, we use the net asset value per share to measure fair value.

		March 31, 2018		December 31, 2017	
(in millions)	Investment Category Includes	Fair Value Using NAV Per Share (or its equivalent)	Unfunded Commitments	Fair Value Using NAV Per Share (or its equivalent)	Unfunded Commitments
Investment Category					
Private equity funds:					
Leveraged buyout	Debt and/or equity investments made as part of a transaction in which assets of mature companies are acquired from the current shareholders, typically with the use of financial leverage	**$ 1,261**	**$ 719**	$ 1,243	$ 706
Real Estate / Infrastructure	Investments in real estate properties and infrastructure positions, including power plants and other energy generating facilities	**238**	**166**	210	187

Venture capital	Early-stage, high-potential, growth companies expected to generate a return through an eventual realization event, such as an initial public offering or sale of the company	**145**	**133**	134	73
Distressed	Securities of companies that are in default, under bankruptcy protection, or troubled	**109**	**43**	113	42
Other	Includes multi-strategy, mezzanine and other strategies	**492**	**198**	428	219
Total private equity funds		**2,245**	**1,259**	2,128	1,227
Hedge funds:					
Event-driven	Securities of companies undergoing material structural changes, including mergers, acquisitions and other reorganizations	**1,074**	**-**	1,128	-
Long-short	Securities that the manager believes are undervalued, with corresponding short positions to hedge market risk	**1,196**	**-**	1,233	-
Macro	Investments that take long and short positions in financial instruments based on a top-down view of certain economic and capital market conditions	**1,045**	**-**	1,011	-
Distressed	Securities of companies that are in default, under bankruptcy protection or troubled	**170**	**8**	266	8
Other	Includes investments held in funds that are less liquid, as well as other strategies which allow for broader allocation between public and private investments	**204**	**3**	231	4
Total hedge funds		**3,689**	**11**	3,869	12
Total		**$ 5,934**	**$ 1,270**	$ 5,997	$ 1,239

Private equity fund investments included above are not redeemable, because distributions from the funds will be received when underlying investments of the funds are liquidated. Private equity funds are generally expected to have 10-year lives at their inception, but these lives may be extended at the fund manager's discretion, typically in one or two-year increments. At March 31, 2018, assuming average original expected lives of 10 years for the funds, 55 percent of the total fair value using net asset value per share (or its equivalent) presented above would have expected remaining lives of three years or less, 23 percent between four and six years and 22 percent between seven and 10 years.

The hedge fund investments included above, which are carried at fair value, are generally redeemable monthly (26 percent), quarterly (40 percent), semi-annually (11 percent) and annually (23 percent), with redemption notices ranging from one day to 180 days. At March 31, 2018, investments representing approximately 55 percent of the total fair value of these hedge fund investments had partial contractual redemption restrictions. These partial redemption restrictions are generally related to one or more investments held in the hedge funds that the fund manager deemed to be illiquid. The majority of these contractual restrictions, which may have been put in place at the fund's inception or thereafter, have pre-defined end dates. The majority of these restrictions are generally expected to be lifted by the end of 2018.

Fair Value Option

The following table presents the gains or losses recorded related to the eligible instruments for which we elected the fair value option:

Three Months Ended March 31,	Gain (Loss)			
(in millions)		**2018**		2017
Assets:				
Bond and equity securities	**$**	**23**	$	349
Alternative investments[(a)]		**128**		181
Liabilities:				
Long-term debt[(b)]		**52**		(15)
Total gain	**$**	**203**	$	515

(a) Includes certain hedge funds, private equity funds and other investment partnerships.

(b) Includes GIAs, notes, bonds and mortgages payable.

We recognized gains of $3 million during the three-month period ended March 31, 2017, attributable to the observable effect of changes in credit spreads on our own liabilities for which the fair value option was elected. We calculate the effect of these credit spread changes using discounted cash flow techniques that incorporate current market interest rates, our observable credit spreads on these liabilities and other factors that mitigate the risk of nonperformance such as cash collateral posted.

As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, we are required to record unrealized gains and losses attributable to the observable effect of changes in credit spreads on our liabilities for which the fair value option was elected in Other Comprehensive Income. The total unrealized gain recognized in Other Comprehensive Income for the three-month period ended March 31, 2018 was $2 million.

The following table presents the difference between fair values and the aggregate contractual principal amounts of mortgage and other loans receivable and long-term debt for which the fair value option was elected:

	March 31, 2018			December 31, 2017		
(in millions)	Fair Value	Outstanding Principal Amount	Difference	Fair Value	Outstanding Principal Amount	Difference
Assets:						
Mortgage and other loans receivable	**$ -**	**$ -**	**$ -**	$ 5	$ 5	$ -
Liabilities:						
Long-term debt*	**$ 2,820**	**$ 2,311**	**$ 509**	$ 2,888	$ 2,280	$ 608

* Includes GIAs, notes, bonds, loans and mortgages payable.

FAIR VALUE MEASUREMENTS ON A NON-RECURRING BASIS

The following table presents assets measured at fair value on a non-recurring basis at the time of impairment and the related impairment charges recorded during the periods presented:

	Assets at Fair Value Non-Recurring Basis				Impairment Charges Three Months Ended March 31,	
(in millions)	Level 1	Level 2	Level 3	Total	**2018**	2017
March 31, 2018						
Other investments	**$ -**	**$ -**	**$ 95**	**$ 95**	**$ 28**	$ 17
Investments in life settlements	**-**	**-**	**-**	**-**	**-**	41
Other assets*	**-**	**-**	**-**	**-**	**-**	35
Total	**$ -**	**$ -**	**$ 95**	**$ 95**	**$ 28**	$ 93
December 31, 2017						
Other investments	$ -	$ -	$ 55	$ 55		
Investments in life settlements	-	-	-	-		
Other assets	-	-	-	-		
Total	$ -	$ -	$ 55	$ 55		

* Impairments in 2017 included $35 million related to other assets of $179 million that were reclassified to assets held for sale.

FAIR VALUE INFORMATION ABOUT FINANCIAL INSTRUMENTS NOT MEASURED AT FAIR VALUE

The following table presents the carrying amounts and estimated fair values of our financial instruments not measured at fair value and indicates the level in the fair value hierarchy of the estimated fair value measurement based on the observability of the inputs used:

	Estimated Fair Value				Carrying
(in millions)	Level 1	Level 2	Level 3	Total	Value
March 31, 2018					
Assets:					
Mortgage and other loans receivable	**$ -**	**$ 114**	**$ 38,558**	**$ 38,672**	**$ 38,540**
Other invested assets	**-**	**764**	**6**	**770**	**767**
Short-term investments	**-**	**11,522**	**-**	**11,522**	**11,522**
Cash	**2,103**	**-**	**-**	**2,103**	**2,103**
Liabilities:					
Policyholder contract deposits associated with investment-type contracts	**-**	**373**	**121,648**	**122,021**	**117,265**
Other liabilities	**-**	**3,210**	**-**	**3,210**	**3,210**
Long-term debt	**-**	**24,488**	**4,507**	**28,995**	**30,799**
December 31, 2017					

Assets:					
Mortgage and other loans receivable	$ -	$ 117	$ 37,644	$ 37,761	$ 37,018
Other invested assets	-	590	6	596	593
Short-term investments	-	7,771	-	7,771	7,771
Cash	2,362	-	-	2,362	2,362
Liabilities:					
Policyholder contract deposits associated with investment-type contracts	-	387	121,809	122,196	114,326
Other liabilities	-	4,494	-	4,494	4,494
Long-term debt	-	23,930	4,313	28,243	28,752

5. Investments

Securities Available for Sale

The following table presents the amortized cost or cost and fair value of our available for sale securities[(a)]:

(in millions)	Amortized Cost or Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	Othe Te Impa in
March 31, 2018					
Bonds available for sale:					
U.S. government and government sponsored entities	**$ 2,764**	**$ 121**	**$ (52)**	**$ 2,833**	**$**
Obligations of states, municipalities and political subdivisions	**16,943**	**941**	**(73)**	**17,811**	
Non-U.S. governments	**15,350**	**570**	**(197)**	**15,723**	
Corporate debt	**127,106**	**6,020**	**(1,787)**	**131,339**	
Mortgage-backed, asset-backed and collateralized:					
RMBS	**33,131**	**3,150**	**(392)**	**35,889**	
CMBS	**13,558**	**273**	**(222)**	**13,609**	
CDO/ABS	**16,500**	**284**	**(74)**	**16,710**	
Total mortgage-backed, asset-backed and collateralized	**63,189**	**3,707**	**(688)**	**66,208**	
Total bonds available for sale[(c)]	**225,352**	**11,359**	**(2,797)**	**233,914**	
December 31, 2017					
Bonds available for sale:					
U.S. government and government sponsored entities	$ 2,532	$ 160	$ (36)	$ 2,656	$
Obligations of states, municipalities and political subdivisions	17,377	1,297	(30)	18,644	
Non-U.S. governments	15,059	717	(117)	15,659	
Corporate debt	126,310	8,666	(800)	134,176	
Mortgage-backed, asset-backed and collateralized:					
RMBS	34,181	3,273	(220)	37,234	
CMBS	13,538	408	(105)	13,841	
CDO/ABS	16,464	370	(52)	16,782	
Total mortgage-backed, asset-backed and collateralized	64,183	4,051	(377)	67,857	
Total bonds available for sale[(c)]	225,461	14,891	(1,360)	238,992	
Equity securities available for sale:					
Common stock	703	379	(21)	1,061	
Preferred stock	504	29	-	533	
Mutual funds	98	16	-	114	
Total equity securities available for sale	1,305	424	(21)	1,708	
Total	$ 226,766	$ 15,315	$ (1,381)	$ 240,700	$

(a) As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer classified and accounted for as available for sale securities.

(b) Represents the amount of other-than-temporary impairments recognized in Accumulated other comprehensive income. Amount includes unrealized gains and losses on impaired securities relating to changes in the fair value of such securities subsequent to the impairment measurement date.

(c) At March 31, 2018 and December 31, 2017, bonds available for sale held by us that were below investment grade or not rated totaled $30.4 billion and $31.5 billion, respectively.

Securities Available for Sale in a Loss Position

The following table summarizes the fair value and gross unrealized losses on our available for sale securities, aggregated by major investment category and length of time that individual securities have been in a continuous unrealized loss position[(a)]:

	Less than 12 Months		12 Months or More		Total	
(in millions)	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gr Unreali Los
March 31, 2018						
Bonds available for sale:						
U.S. government and government sponsored entities	**$ 1,097**	**$ 25**	**$ 529**	**$ 27**	**$ 1,626**	**$**
Obligations of states, municipalities and political subdivisions	**2,010**	**36**	**599**	**37**	**2,609**	
Non-U.S. governments	**5,825**	**127**	**893**	**70**	**6,718**	
Corporate debt	**38,072**	**1,263**	**6,701**	**524**	**44,773**	**1,**
RMBS	**7,716**	**206**	**3,349**	**186**	**11,065**	
CMBS	**6,105**	**133**	**1,347**	**89**	**7,452**	
CDO/ABS	**3,127**	**34**	**831**	**40**	**3,958**	
Total bonds available for sale	**$63,952**	**$ 1,824**	**$14,249**	**$ 973**	**$78,201**	**$ 2,**
December 31, 2017						
Bonds available for sale:						
U.S. government and government sponsored entities	$ 770	$ 23	$ 332	$ 13	$ 1,102	$
Obligations of states, municipalities and political subdivisions	586	6	646	24	1,232	
Non-U.S. governments	3,511	54	857	63	4,368	
Corporate debt	15,578	453	7,291	347	22,869	
RMBS	6,212	99	3,790	121	10,002	
CMBS	3,408	46	1,389	59	4,797	
CDO/ABS	1,455	24	822	28	2,277	
Total bonds available for sale	31,520	705	15,127	655	46,647	1,
Equity securities available for sale:						
Common stock	136	21	-	-	136	
Mutual funds	1	-	-	-	1	
Total equity securities available for sale	137	21	-	-	137	
Total	$31,657	$ 726	$15,127	$ 655	$46,784	$ 1,

(a) As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer classified and accounted for as available for sale securities.

At March 31, 2018, we held 12,137 individual fixed maturity securities, that were in an unrealized loss position, of which 2,015 individual fixed maturity securities were in a continuous unrealized loss position for 12 months or more. We did not recognize the unrealized losses in earnings on these fixed maturity securities at March 31, 2018 because we neither intend to sell the securities nor do we believe that it is more likely than not that we will be required to sell these securities before recovery of their amortized cost basis. For fixed maturity securities with significant declines, we performed fundamental credit analyses on a security-by-security basis, which included consideration of credit enhancements, expected defaults on underlying collateral, review of relevant industry analyst reports and forecasts and other available market data.

Contractual Maturities of Fixed Maturity Securities Available for Sale

The following table presents the amortized cost and fair value of fixed maturity securities available for sale by contractual maturity:

	Total Fixed Maturity Securities Available for Sale		Fixed Maturity Securities in a Loss Position Available for Sale	
(in millions)	Amortized Cost	Fair Value	Amortized Cost	Fair Value
March 31, 2018				
Due in one year or less	**$ 8,393**	**$ 8,524**	**$ 1,881**	**$ 1,872**
Due after one year through five years	**46,987**	**48,261**	**11,548**	**11,232**
Due after five years through ten years	**42,637**	**42,973**	**22,337**	**21,507**
Due after ten years	**64,146**	**67,948**	**22,069**	**21,115**
Mortgage-backed, asset-backed and collateralized	**63,189**	**66,208**	**23,163**	**22,475**
Total	**$ 225,352**	**$ 233,914**	**$ 80,998**	**$ 78,201**
December 31, 2017				
Due in one year or less	$ 7,932	$ 8,071	$ 1,526	$ 1,515
Due after one year through five years	47,179	49,093	7,764	7,571
Due after five years through ten years	42,617	43,944	11,559	11,143
Due after ten years	63,550	70,027	9,705	9,342
Mortgage-backed, asset-backed and collateralized	64,183	67,857	17,453	17,076
Total	$ 225,461	$ 238,992	$ 48,007	$ 46,647

Actual maturities may differ from contractual maturities because certain borrowers have the right to call or prepay certain obligations with or without call or prepayment penalties.

The following table presents the gross realized gains and gross realized losses from sales or maturities of our available for sale securities:

	2018		2017	
Three Months Ended March 31, *(in millions)*	Gross Realized Gains	Gross Realized Losses	Gross Realized Gains	Gross Realized Losses
Fixed maturity securities	**$ 70**	**$ 60**	$ 333	$ 178
Equity securities	**16**	**-**	17	16
Total	**$ 86**	**$ 60**	$ 350	$ 194

For the three-month periods ended March 31, 2018 and 2017, the aggregate fair value of available for sale securities sold was $5.5 billion and $15.8 billion, respectively, which resulted in net realized capital gains of $26 million and $156 million, respectively.

Other Securities Measured at Fair Value

The following table presents the fair value of other securities measured at fair value based on our election of the fair value option:

	March 31, 2018		December 31, 2017	
(in millions)	Fair Value	Percent of Total	Fair Value	Percent of Total
Fixed maturity securities:				
U.S. government and government sponsored entities	$ 2,777	20 %	$ 2,802	21%
Non-U.S. governments	54	-	57	1
Corporate debt	1,803	13	1,909	14
Mortgage-backed, asset-backed and collateralized:				
RMBS	1,818	13	1,885	14
CMBS	566	4	559	4
CDO/ABS and other collateralized*	5,379	38	5,560	42
Total mortgage-backed, asset-backed and collateralized	7,763	55	8,004	60
Total fixed maturity securities	12,397	88	12,772	96
Equity securities	1,725	12	589	4
Total	$ 14,122	100 %	$ 13,361	100%

* Includes $220 million and $251 million of U.S. government agency-backed ABS at March 31, 2018 and December 31, 2017, respectively.

Other Invested Assets

The following table summarizes the carrying amounts of other invested assets:

(in millions)	March 31, 2018	December 31, 2017
Alternative investments(a) (b)	$ 11,125	$ 11,308
Investment real estate(c)	8,636	8,258
Aircraft asset investments(d)	201	206
All other investments	1,221	1,050
Total	$ 21,183	$ 20,822

(a) At March 31, 2018, included hedge funds of $5.5 billion, private equity funds of $5.2 billion, and affordable housing partnerships of $483 million. At December 31, 2017, included hedge funds of $5.8 billion, private equity funds of $5.0 billion, and affordable housing partnerships of $543 million.

(b) Approximately 69 percent of our hedge fund portfolio is available for redemption in 2018, an additional 31 percent will be available between 2019 and 2027.

(c) Net of accumulated depreciation of $556 million and $515 million in March 31, 2018 and December 31, 2017, respectively.

(d) Consists of investments in aircraft equipment held in a consolidated trust.

Net Investment Income

The following table presents the components of Net investment income:

Three Months Ended March 31,		
(in millions)	**2018**	2017
Available for sale fixed maturity securities, including short-term investments	**$ 2,610**	$ 2,667
Other fixed maturity securities	**(21)**	134
Equity securities[(a)]	**(32)**	5
Interest on mortgage and other loans	**450**	393
Alternative investments[(b)]	**337**	448
Real estate	**31**	49
Other investments	**10**	116
Total investment income	**3,385**	3,812
Investment expenses	**124**	126
Net investment income	**$ 3,261**	$ 3,686

(a) Upon the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, the change in fair value of all equity securities is included in Net Investment Income.

(b) Includes income from hedge funds, private equity funds and affordable housing partnerships. Hedge funds for which we elected the fair value option are recorded as of the balance sheet date. Other hedge funds are generally reported on a one-month lag, while private equity funds are generally reported on a one-quarter lag.

Net Realized Capital Gains and Losses

The following table presents the components of Net realized capital gains (losses):

Three Months Ended March 31,		
(in millions)	**2018**	2017
Sales of fixed maturity securities	**$ 10**	$ 155
Sales of equity securities	**16**	1
Other-than-temporary impairments:		
Severity	**-**	-
Change in intent	**(49)**	(1)
Foreign currency declines	**(6)**	(10)
Issuer-specific credit events	**(32)**	(57)
Adverse projected cash flows	**-**	-
Provision for loan losses	**(24)**	6
Foreign exchange transactions	**53**	159
Variable annuity embedded derivatives, net of related hedges	**147**	(389)
All other derivatives and hedge accounting	**(225)**	13
Impairments on investments in life settlements	**-**	(41)

Other	**91**	49
Net realized capital losses	**$ (19)**	$ (115)

Change in Unrealized Appreciation (Depreciation) of Investments

The following table presents the increase (decrease) in unrealized appreciation (depreciation) of our available for sale securities and other investments:

Three Months Ended March 31, *(in millions)*	**2018**	2017
Increase (decrease) in unrealized appreciation (depreciation) of investments:		
Fixed maturity securities	**$ (4,969)**	$ 773
Equity securities[(a)]	**-**	114
Other investments	**(25)**	(54)
Total increase (decrease) in unrealized appreciation (depreciation) of investments[(b)]	**$ (4,994)**	$ 833

(a) As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer classified and accounted for as available for sale securities.

(b) Excludes net unrealized losses attributable to businesses held for sale.

The following table summarizes the unrealized gains and losses recognized during the reporting period on equity securities still held at the reporting date*:

Three Months Ended March 31, 2018 *(in millions)*	**Equities**	**Other Invested Assets**	**Total**
Net gains and losses recognized during the period on equity securities	**$ (31)**	**$ 192**	**$ 161**
Less: Net gains and losses recognized during the period on equity securities sold during the period	**(8)**	**(1)**	**(9)**
Unrealized gains and losses recognized during the reporting period on equity securities still held at the reporting date	**$ (23)**	**$ 193**	**$ 170**

* The table includes a gain of $72 million in Other Invested Assets and a loss of $31 million in Equities recorded during the three-month period ended March 31, 2018, as a result of the new Financial Instruments Recognition and Measurement Standard.

Evaluating Investments for Other-Than-Temporary Impairments

For a discussion of our policy for evaluating investments for other-than-temporary impairments see Note 6 to the Consolidated Financial Statements in the 2017 Annual Report.

Credit Impairments

The following table presents a rollforward of the cumulative credit losses in other-than-temporary impairments recognized in earnings for available for sale fixed maturity securities:

Three Months Ended March 31, *(in millions)*	**2018**	2017
Balance, beginning of year	**$ 526**	$ 1,098
Increases due to:		
Credit impairments on new securities subject to impairment losses	**14**	17
Additional credit impairments on previously impaired securities	**17**	30
Reductions due to:		
Credit impaired securities fully disposed for which there was no prior intent or requirement to sell	**(51)**	(11)
Accretion on securities previously impaired due to credit*	**(148)**	(188)
Balance, end of period	**$ 358**	$ 946

* Represents both accretion recognized due to changes in cash flows expected to be collected over the remaining expected term of the credit impaired securities and the accretion due to the passage of time.

Purchased Credit Impaired (PCI) Securities

We purchase certain RMBS securities that have experienced deterioration in credit quality since their issuance. We determine whether it is probable at acquisition that we will not collect all contractually required payments for these PCI securities, including both principal and interest. At acquisition, the timing and amount of the undiscounted future cash flows expected to be received on each PCI security is determined based on our best estimate using key assumptions, such as interest rates, default rates and prepayment speeds. At acquisition, the difference between the undiscounted expected future cash flows of the PCI securities and the recorded investment in the securities represents the initial accretable yield, which is accreted into Net investment income over their remaining lives on an effective yield basis. Additionally, the difference between the contractually required payments on the PCI securities and the undiscounted expected future cash flows represents the non-accretable difference at acquisition. The accretable yield and the non-accretable difference will change over time, based on actual payments received and changes in estimates of undiscounted expected future cash flows, which are discussed further below.

On a quarterly basis, the undiscounted expected future cash flows associated with PCI securities are re-evaluated based on updates to key assumptions. Declines in undiscounted expected future cash flows due to further credit deterioration as well as changes in the expected timing of the cash flows can result in the recognition of an other-than-temporary impairment charge, as PCI securities are subject to our policy for evaluating investments for other-than-temporary impairment. Changes to undiscounted expected future cash flows due solely to the changes in the contractual benchmark interest rates on variable rate PCI securities will change the accretable yield prospectively. Significant increases in undiscounted expected future cash flows for reasons other than interest rate changes are recognized prospectively as adjustments to the accretable yield.

The following tables present information on our PCI securities, which are included in bonds available for sale:

(in millions)	**At Date of Acquisition**
Contractually required payments (principal and interest)	**$ 36,711**
Cash flows expected to be collected*	**30,121**
Recorded investment in acquired securities	**20,334**

* Represents undiscounted expected cash flows, including both principal and interest.

(in millions)	**March 31, 2018**	December 31, 2017
Outstanding principal balance	**$ 14,253**	$ 14,718
Amortized cost	**10,141**	10,492
Fair value	**11,977**	12,293

The following table presents activity for the accretable yield on PCI securities:

Three Months Ended March 31,		
(in millions)	**2018**	2017
Balance, beginning of period	**$ 7,501**	$ 7,498
Newly purchased PCI securities	**23**	88
Disposals	**-**	(18)
Accretion	**(187)**	(210)
Effect of changes in interest rate indices	**206**	21
Net reclassification from (to) non-accretable difference, including effects of prepayments	**58**	214
Balance, end of period	**$ 7,601**	$ 7,593

Pledged Investments

Secured Financing and Similar Arrangements

We enter into secured financing transactions whereby certain securities are sold under agreements to repurchase (repurchase agreements), in which we transfer securities in exchange for cash, with an agreement by us to repurchase the same or substantially similar securities. Our secured financing transactions also include those that involve the transfer of securities to financial institutions in exchange for cash (securities lending agreements). In all of these secured financing transactions, the securities transferred by us (pledged collateral) may be sold or repledged by the counterparties. These agreements are recorded at their contracted amounts plus accrued interest, other than those that are accounted for at fair value.

Pledged collateral levels are monitored daily and are generally maintained at an agreed-upon percentage of the fair value of the amounts borrowed during the life of the transactions. In the event of a decline in the fair value of the pledged collateral under these secured financing transactions, we may be required to transfer cash or additional securities as pledged collateral under these agreements. At the termination of the transactions, we and our counterparties are obligated to return the amounts borrowed and the securities transferred, respectively.

The following table presents the fair value of securities pledged to counterparties under secured financing transactions, including repurchase and securities lending agreements:

(in millions)	**March 31, 2018**	December 31, 2017
Fixed maturity securities available for sale	**$ 1,767**	$ 2,911
Other bond securities, at fair value	**$ 1,381**	$ 1,585

At March 31, 2018 and December 31, 2017, amounts borrowed under repurchase and securities lending agreements totaled $3.2 billion and $4.5 billion, respectively.

The following table presents the fair value of securities pledged under our repurchase agreements by collateral type and by remaining contractual maturity:

	Remaining Contractual Maturity of the Agreements					
(in millions)	Overnight and Continuous	up to 30 days	31 - 90 days	91 - 364 days	365 days or greater	Total
March 31, 2018						
Bonds available for sale:						
Non-U.S. governments	**$ -**	**$ 94**	**$ 18**	**$ -**	**$ -**	**$ 112**
Corporate debt	**-**	**34**	**6**	**-**	**-**	**40**
Other bond securities:						
U.S. government and government sponsored entities	**15**	**-**	**-**	**-**	**-**	**15**
Non-U.S. governments	**-**	**-**	**3**	**-**	**-**	**3**
Corporate debt	**-**	**93**	**18**	**-**	**-**	**111**
Total	**$ 15**	**$ 221**	**$ 45**	**$ -**	**$ -**	**$ 281**
December 31, 2017						
Bonds available for sale:						
Non-U.S. governments	$ -	$ 7	$ 19	$ -	$ -	$ 26
Corporate debt	-	13	35	-	-	48
Other bond securities:						
U.S. government and government sponsored entities	44	-	-	-	-	44
Non-U.S. governments	-	-	11	-	-	11
Corporate debt	-	387	1,065	-	-	1,452
Total	$ 44	$ 407	$ 1,130	$ -	$ -	$ 1,581

The following table presents the fair value of securities pledged under our securities lending agreements by collateral type and by remaining contractual maturity:

	Remaining Contractual Maturity of the Agreements					
(in millions)	Overnight and Continuous	up to 30 days	31 - 90 days	91 - 364 days	365 days or greater	Total
March 31, 2018						
Bonds available for sale:						
Non-U.S. governments	**$ -**	**$ -**	**$ 32**	**$ 5**	**$ -**	**$ 37**
Corporate debt	**-**	**235**	**1,224**	**119**	**-**	**1,578**
Other bond securities:						
Non-U.S. governments	**-**	**-**	**7**	**-**	**-**	**7**
Corporate debt	**-**	**175**	**995**	**75**	**-**	**1,245**
Total	**$ -**	**$ 410**	**$ 2,258**	**$ 199**	**$ -**	**$ 2,867**

December 31, 2017

Bonds available for sale:						
Non-U.S. governments	$ -	$ -	$ 18	$ -	$ -	$ 18
Corporate debt	-	588	2,231	-	-	2,819
Other bond securities:						
Non-U.S. governments	-	-	22	-	-	22
Corporate debt	-	-	56	-	-	56
Total	$ -	$ 588	$ 2,327	$ -	$ -	$ 2,915

We also enter into agreements in which securities are purchased by us under agreements to resell (reverse repurchase agreements), which are accounted for as secured financing transactions and reported as short-term investments or other assets, depending on their terms. These agreements are recorded at their contracted resale amounts plus accrued interest, other than those that are accounted for at fair value. In all reverse repurchase transactions, we take possession of or obtain a security interest in the related securities, and we have the right to sell or repledge this collateral received.

The following table presents information on the fair value of securities pledged to us under reverse repurchase agreements:

(in millions)	**March 31, 2018**	December 31, 2017
Securities collateral pledged to us	**$ 5,020**	$ 2,227
Amount sold or repledged by us	**$ 97**	$ 46

At March 31, 2018 and December 31, 2017, amounts loaned under reverse repurchase agreements totaled $5.0 billion and $2.2 billion, respectively.

We do not currently offset any secured financing transactions. All such transactions are collateralized and margined daily consistent with market standards and subject to enforceable master netting arrangements with rights of set off.

Insurance – Statutory and Other Deposits

The total carrying value of cash and securities deposited by our insurance subsidiaries under requirements of regulatory authorities or other insurance-related arrangements, including certain annuity-related obligations and certain reinsurance treaties, was $5.2 billion and $4.9 billion at March 31, 2018 and December 31, 2017, respectively.

Other Pledges and Restrictions

Certain of our subsidiaries are members of Federal Home Loan Banks (FHLBs) and such membership requires the members to own stock in these FHLBs. We owned an aggregate of $192 million and $93 million of stock in FHLBs at March 31, 2018 and December 31, 2017, respectively. In addition, our subsidiaries have pledged securities available for sale and residential loans associated with borrowings and funding agreements from FHLBs, with a fair value of $4.5 billion and $1.6 billion, respectively, at March 31, 2018 and $2.7 billion and $471 million, respectively, at December 31, 2017.

Certain GIAs have provisions that require collateral to be posted or payments to be made by us upon a downgrade of our long-term debt ratings. The actual amount of collateral required to be posted to the counterparties in the event of such downgrades, and the aggregate amount of payments that we could be required to make, depend on market conditions, the fair value of outstanding affected transactions and other factors prevailing at and after the time of the downgrade. The fair value of securities pledged as collateral with respect to these obligations was approximately $1.8 billion and $2.0 billion at March 31, 2018 and December 31, 2017, respectively. This collateral primarily consists of securities of the U.S. government and government sponsored entities and generally cannot be repledged or resold by the counterparties.

Investments held in escrow accounts or otherwise subject to restriction as to their use were $242 million and $255 million, comprised of bonds available for sale and short term investments at March 31, 2018 and December 31, 2017, respectively.

6. Lending Activities

The following table presents the composition of Mortgage and other loans receivable, net:

(in millions)		March 31, 2018		December 31, 2017
Commercial mortgages*	$	29,699	$	28,596
Residential mortgages		5,811		5,398
Life insurance policy loans		2,203		2,295
Commercial loans, other loans and notes receivable		1,174		1,056
Total mortgage and other loans receivable		38,887		37,345
Allowance for credit losses		(347)		(322)
Mortgage and other loans receivable, net	$	38,540	$	37,023

* Commercial mortgages primarily represent loans for apartments, offices and retail properties, with exposures in New York and California representing the largest geographic concentrations (aggregating approximately 22 percent and 11 percent, respectively, at March 31, 2018, and 23 percent and 12 percent, respectively, at December 31, 2017).

Credit Quality of Commercial Mortgages

The following table presents debt service coverage ratios and loan-to-value ratios for commercial mortgages:

	Debt Service Coverage Ratios(a)							
(in millions)		>1.20X		1.00X - 1.20X		<1.00X		Total
March 31, 2018								
Loan-to-Value Ratios(b)								
Less than 65%	$	17,506	$	2,121	$	349	$	19,976
65% to 75%		7,240		192		179		7,611
76% to 80%		943		-		-		943
Greater than 80%		885		211		73		1,169
Total commercial mortgages	$	26,574	$	2,524	$	601	$	29,699
December 31, 2017								
Loan-to-Value Ratios(b)								
Less than 65%	$	18,000	$	1,525	$	351	$	19,876
65% to 75%		6,038		193		184		6,415
76% to 80%		569		40		-		609
Greater than 80%		1,416		206		74		1,696
Total commercial mortgages	$	26,023	$	1,964	$	609	$	28,596

(a) The debt service coverage ratio compares a property's net operating income to its debt service payments, including principal and interest. Our weighted average debt service coverage ratio was 2.0X and

2.1X at March 31, 2018 and December 31, 2017, respectively.

(b) The loan-to-value ratio compares the current unpaid principal balance of the loan to the estimated fair value of the underlying property collateralizing the loan. Our weighted average loan-to-value ratio was 61 percent and 57 percent at March 31, 2018, and December 31, 2017, respectively.

The following table presents the credit quality performance indicators for commercial mortgages:

(dollars in millions)	Number of Loans	Class Apartments	Offices	Retail	Industrial	Hotel	Others	Total[c]	Percent of Total $
March 31, 2018									
Credit Quality Performance Indicator:									
In good standing	**775**	**$8,790**	**$ 8,633**	**$5,190**	**$2,573**	**$2,365**	**$ 1,994**	**$ 29,545**	**99%**
Restructured[a]	**5**	**-**	**115**	**23**	**-**	**16**	**-**	**154**	**1**
90 days or less delinquent	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
>90 days delinquent or in process of foreclosure	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total[b]	**780**	**$8,790**	**$ 8,748**	**$5,213**	**$2,573**	**$2,381**	**$ 1,994**	**$ 29,699**	**100%**
Allowance for credit losses:									
Specific		**$ -**	**$ 3**	**$ 20**	**$ -**	**$ 1**	**$ -**	**$ 24**	**-%**
General		**79**	**95**	**34**	**9**	**16**	**17**	**250**	**1**
Total allowance for credit losses		**$ 79**	**$ 98**	**$ 54**	**$ 9**	**$ 17**	**$ 17**	**$ 274**	**1%**
December 31, 2017									
Credit Quality Performance Indicator:									
In good standing	778	$ 8,163	$ 8,585	$ 5,338	$ 2,023	$ 2,373	$ 1,960	$ 28,442	99%
Restructured[a]	5	-	115	23	-	16	-	154	1
90 days or less delinquent	-	-	-	-	-	-	-	-	-
>90 days delinquent or in process of foreclosure	-	-	-	-	-	-	-	-	-
Total[b]	783	$ 8,163	$ 8,700	$ 5,361	$ 2,023	$ 2,389	$ 1,960	$ 28,596	100%
Allowance for credit losses:									
Specific		$ -	$ 3	$ 1	$ -	$ 1	$ -	$ 5	-%
General		72	94	37	6	15	18	242	1
Total allowance for credit losses		$ 72	$ 97	$ 38	$ 6	$ 16	$ 18	$ 247	1%

(a) Loans that have been modified in troubled debt restructurings and are performing according to their restructured terms. *For additional discussion of troubled debt restructurings see Note 7 to the Consolidated Financial Statements in the 2017 Annual Report.*

(b) Does not reflect allowance for credit losses.

(c) Our commercial mortgage loan portfolio is current as to payments of principal and interest, for both periods presented. There were no significant amounts of nonperforming commercial mortgages (defined as those loans where payment of contractual principal or interest is more than 90 days past due) during any of the periods presented.

Allowance for Credit Losses

For a discussion of our accounting policy for evaluating Mortgage and other loans receivable for impairment see Note 7 to the Consolidated Financial Statements in the 2017 Annual Report

The following table presents a rollforward of the changes in the allowance for losses on Mortgage and other loans receivable:

	2018			2017		
Three Months Ended March 31, *(in millions)*	Commercial Mortgages	Other Loans	Total	Commercial Mortgages	Other Loans	Total
Allowance, beginning of year	$ 247	$ 75	$ 322	$ 194	$ 103	$ 297
Loans charged off	-	-	-	-	-	-
Recoveries of loans previously charged off	-	-	-	-	-	-
Net charge-offs	-	-	-	-	-	-
Provision for loan losses	27	(2)	25	13	(21)	(8)
Other	-	-	-	-	-	-
Allowance, end of period	$ 274 *	$ 73	$ 347	$ 207 *	$ 82	$ 289

* Of the total allowance, $23 million and $7 million relate to individually assessed credit losses on $82 million and $266 million of commercial mortgages at March 31, 2018 and 2017, respectively.

There were no loans modified in troubled debt restructurings during the three-month periods ended March 31, 2018 and March 31, 2017.

7. Variable Interest Entities

We enter into various arrangements with variable interest entities (VIEs) in the normal course of business and consolidate the VIEs when we determine we are the primary beneficiary. This analysis includes a review of the VIE's capital structure, related contractual relationships and terms, nature of the VIE's operations and purpose, nature of the VIE's interests issued and our involvement with the entity. When assessing the need to consolidate a VIE, we evaluate the design of the VIE as well as the related risks the entity was designed to expose the variable interest holders to.

The primary beneficiary is the entity that has both (1) the power to direct the activities of the VIE that most significantly affect the entity's economic performance and (2) the obligation to absorb losses or the right to receive benefits that could be potentially significant to the VIE. While also considering these factors, the consolidation conclusion depends on the breadth of our decision-making ability and our ability to influence activities that significantly affect the economic performance of the VIE.

Balance Sheet Classification and Exposure to Loss

The following table presents the total assets and total liabilities associated with our variable interests in consolidated VIEs, as classified in the Condensed Consolidated Balance Sheets:

(in millions)	Real Estate and Investment Entities[d]	Securitization Vehicles[e]	Affordable Housing Partnerships	Other	Total
March 31, 2018					
Assets:					
Bonds available for sale	$ -	$ 8,484	$ -	$ -	$ 8,484
Other bond securities	-	4,349	-	3	4,352
Mortgage and other loans receivable	-	2,759	-	-	2,759
Other invested assets	1,413	201	3,314	25	4,953
Other[a]	308	1,492	309	84	2,193
Total assets[b]	$ 1,721	$ 17,285	$ 3,623	$ 112	$ 22,741
Liabilities:					
Long-term debt	$ 741	$ 1,965	$ 1,969	$ 5	$ 4,680
Other [c]	135	164	187	25	511
Total liabilities	$ 876	$ 2,129	$ 2,156	$ 30	$ 5,191
December 31, 2017					

Assets:									
Bonds available for sale	$	-	$	9,632	$	-	$	- $	9,632
Other bond securities		-		4,518		-		3	4,521
Mortgage and other loans receivable		-		2,290		-		-	2,290
Other invested assets		1,365		206		3,087		25	4,683
Other[(a)]		302		1,481		350		85	2,218
Total assets[(b)]	$	1,667	$	18,127	$	3,437	$	113 $	23,344
Liabilities:									
Long-term debt	$	680	$	1,624	$	1,825	$	5 $	4,134
Other[(c)]		144		244		181		26	595
Total liabilities	$	824	$	1,868	$	2,006	$	31 $	4,729

(a) Comprised primarily of Short-term investments and Other assets at March 31, 2018 and December 31, 2017.

(b) The assets of each VIE can be used only to settle specific obligations of that VIE.

(c) Comprised primarily of Other liabilities at March 31, 2018 and December 31, 2017.

(d) At March 31, 2018 and December 31, 2017, off-balance sheet exposure primarily consisting of commitments to real estate and investment entities was $133 million and $86 million, respectively.

(e) At March 31, 2018 and December 31, 2017, $16.7 billion and $17.6 billion, respectively, of the total assets of consolidated securitization vehicles were owed to AIG Parent or its subsidiaries.

We calculate our maximum exposure to loss to be (i) the amount invested in the debt or equity of the VIE, (ii) the notional amount of VIE assets or liabilities where we have also provided credit protection to the VIE with the VIE as the referenced obligation, and (iii) other commitments and guarantees to the VIE. Interest holders in VIEs sponsored by us generally have recourse only to the assets and cash flows of the VIEs and do not have recourse to us, except in limited circumstances when we have provided a guarantee to the VIE's interest holders.

The following table presents total assets of unconsolidated VIEs in which we hold a variable interest, as well as our maximum exposure to loss associated with these VIEs:

		Maximum Exposure to Loss			
(in millions)	Total VIE Assets	On-Balance Sheet[b]	Off-Balance Sheet		Total
March 31, 2018					
Real estate and investment entities[a]	**$ 371,105**	**$ 9,054**	**$ 1,988**		**$ 11,042**
Affordable housing partnerships	**4,146**	**669**	**-**		**669**
Other	**2,908**	**219**	**1,203**	(c)	**1,422**
Total	**$ 378,159**	**$ 9,942**	**$ 3,191**		**$ 13,133**
December 31, 2017					
Real estate and investment entities[a]	$ 380,030	$ 9,253	$ 2,043		$ 11,296
Affordable housing partnerships	4,468	725	-		725
Other	2,703	254	1,205	(c)	1,459
Total	$ 387,201	$ 10,232	$ 3,248		$ 13,480

(a) Comprised primarily of hedge funds and private equity funds.

(b) At March 31, 2018 and December 31, 2017, $9.6 billion and $9.8 billion, respectively, of our total unconsolidated VIE assets were recorded as Other invested assets.

(c) These amounts represent our estimate of the maximum exposure to loss under certain insurance policies issued to VIEs if a hypothetical loss occurred to the extent of the full amount of the insured value. Our insurance policies cover defined risks and our estimate of liability is included in our insurance reserves on the balance sheet.

For additional information on VIEs see Note 10 to the Consolidated Financial Statements in the 2017 Annual Report.

8. Derivatives and Hedge Accounting

We use derivatives and other financial instruments as part of our financial risk management programs and as part of our investment operations.

For a discussion of our accounting policies and procedures regarding derivatives and hedge accounting see Note 11 to the Consolidated Financial Statements in the 2017 Annual Report.

Our businesses use derivatives and other instruments as part of their financial risk management. Interest rate derivatives (such as interest rate swaps) are used to manage interest rate risk associated with embedded derivatives contained in insurance contract liabilities, fixed maturity securities, outstanding medium and long term notes as well as other interest rate sensitive assets and liabilities. Foreign exchange derivatives (principally foreign exchange forwards and options) are used to economically mitigate risk associated with non U.S. dollar denominated debt, net capital exposures, and foreign currency transactions. Equity derivatives are used to mitigate financial risk embedded in certain insurance liabilities. We use credit derivatives to manage our credit exposures. The derivatives are effective economic hedges of the exposures that they are meant to offset.

In addition to hedging activities, we also enter into derivative instruments with respect to investment operations, which may include, among other things, CDSs and purchases of investments with embedded derivatives, such as equity linked notes and convertible bonds.

The following table presents the notional amounts of our derivatives and the fair value of derivative assets and liabilities in the Condensed Consolidated Balance Sheets:

	March 31, 2018				December 31, 2017			
	Gross Derivative Assets		Gross Derivative Liabilities		Gross Derivative Assets		Gross Derivative Liabilities	
(in millions)	Notional Amount	Fair Value	Notional Amount	Fair Value	Notional Amount	Fair Value	Notional Amount	Fair Value
Derivatives designated as hedging instruments:[(a)]								
Interest rate contracts	**$ 10**	**$ -**	**$ 866**	**$ 21**	$ -	$ -	$ 838	$ 15
Foreign exchange contracts	**3,236**	**122**	**4,511**	**350**	2,823	173	4,783	350
Equity contracts	**-**	**-**	**-**	**-**	-	-	159	19
Derivatives not designated as hedging instruments:[(a)]								
Interest rate contracts	**42,688**	**2,549**	**26,505**	**2,182**	37,751	2,171	26,461	2,185
Foreign exchange contracts	**8,471**	**673**	**11,543**	**867**	6,305	658	11,093	895
Equity contracts	**15,465**	**268**	**4,261**	**13**	19,975	522	1,130	2
Credit contracts[(b)]	**9**	**2**	**1,412**	**264**	4	1	1,365	277
Other contracts[(c)]	**38,518**	**17**	**59**	**5**	39,829	20	59	5
Total derivatives, gross	**$ 108,397**	**$ 3,631**	**$ 49,157**	**$ 3,702**	$ 106,687	$ 3,545	$ 45,888	$ 3,748
Counterparty netting[(d)]		**(1,589)**		**(1,589)**		(1,464)		(1,464)
Cash collateral[(e)]		**(1,268)**		**(980)**		(1,159)		(1,249)
Total derivatives on condensed consolidated balance sheets[(f)]		**$ 774**		**$ 1,133**		$ 922		$ 1,035

(a) Fair value amounts are shown before the effects of counterparty netting adjustments and offsetting cash collateral.

(b) As of March 31, 2018 and December 31, 2017, included CDSs on super senior multi-sector CDOs with a net notional amount of $661 million and $685 million (fair value liability of $245 million and $254 million), respectively. The expected weighted average maturity as of March 31, 2018 is six years. Because of long-term maturities of the CDSs in the portfolio, we are unable to make reasonable estimates of the periods during which any payments would be made. However, the net notional amount represents the maximum exposure to loss on the portfolio. As of March 31, 2018 and December 31, 2017, there were no super senior corporate debt/CLOs remaining.

(c) Consists primarily of stable value wraps and contracts with multiple underlying exposures.

(d) Represents netting of derivative exposures covered by a qualifying master netting agreement.

(e) Represents cash collateral posted and received that is eligible for netting.

(f) Freestanding derivatives only, excludes Embedded derivatives. Derivative instrument assets and liabilities are recorded in Other Assets and Liabilities, respectively. Fair value of assets related to bifurcated Embedded derivatives was zero at both March 31, 2018 and December 31, 2017. Fair value of liabilities related to bifurcated Embedded derivatives was $3.7 billion and $4.1 billion, respectively, at March 31, 2018 and December 31, 2017. A bifurcated Embedded derivative is generally presented with the host contract in the Condensed Consolidated Balance Sheets. Embedded derivatives are primarily related to guarantee features in variable annuity products, which include equity and interest rate components.

Collateral

We engage in derivative transactions that are not subject to a clearing requirement directly with unaffiliated third parties, in most cases, under International Swaps and Derivatives Association, Inc. (ISDA) Master Agreements. Many of the ISDA Master Agreements also include Credit Support Annex (CSA) provisions, which provide for collateral postings that may vary at various ratings and threshold levels. We attempt to reduce our risk with certain counterparties by entering into agreements that enable collateral to be obtained from a counterparty on an upfront or contingent basis. We minimize the risk that counterparties might be unable to fulfill their contractual obligations by monitoring counterparty credit exposure and collateral value and generally requiring additional collateral to be posted upon the occurrence of certain events or circumstances. In addition, certain derivative transactions have provisions that require collateral to be posted upon a downgrade of our long term debt ratings or give the counterparty the right to terminate the transaction. In the case of some of the derivative transactions, upon a downgrade of our long term debt ratings, as an alternative to posting collateral and subject to certain conditions, we may assign the transaction to an obligor with higher debt ratings or arrange for a substitute guarantee of our obligations by an obligor with higher debt ratings or take other similar action. The actual amount of collateral required to be posted to counterparties in the event of such downgrades, or the aggregate amount of payments that we could be required to make, depends on market conditions, the fair value of outstanding affected transactions and other factors prevailing at and after the time of the downgrade.

Collateral posted by us to third parties for derivative transactions was $2.7 billion and $2.9 billion at March 31, 2018 and December 31, 2017, respectively. In the case of collateral posted under derivative transactions that are not subject to clearing, this collateral can generally be repledged or resold by the counterparties. Collateral provided to us from third parties for derivative transactions was $1.4 billion and $1.3 billion at March 31, 2018 and December 31, 2017, respectively. In the case of collateral provided to us under derivative transactions that are not subject to clearing, we generally can repledge or resell collateral.

Offsetting

We have elected to present all derivative receivables and derivative payables, and the related cash collateral received and paid, on a net basis on our Condensed Consolidated Balance Sheets when a legally enforceable ISDA Master Agreement exists between us and our derivative counterparty. An ISDA Master Agreement is an agreement governing multiple derivative transactions between two counterparties. The ISDA Master Agreement generally provides for the net settlement of all, or a specified group, of these derivative transactions, as well as transferred collateral, through a single payment, and in a single currency, as applicable. The net settlement provisions apply in the event of a default on, or affecting any, one derivative transaction or a termination event affecting all, or a specified group of, derivative transactions governed by the ISDA Master Agreement.

Hedge Accounting

We designated certain derivatives entered into with third parties as fair value hedges of available for sale investment securities held by our insurance subsidiaries. The fair value hedges include foreign currency forwards and cross currency swaps designated as hedges of the change in fair value of foreign currency denominated available for sale securities attributable to changes in foreign exchange rates. We also designated certain interest rate swaps entered into with third parties as fair value hedges of fixed rate GICs attributable to changes in benchmark interest rates.

We use foreign currency denominated debt and cross-currency swaps as hedging instruments in net investment hedge relationships to mitigate the foreign exchange risk associated with our non-U.S. dollar functional currency foreign subsidiaries. For net investment hedge relationships where issued debt is used as a hedging instrument, we assess the hedge effectiveness and measure the amount of ineffectiveness based on changes in spot rates. For net investment hedge relationships that use derivatives as hedging instruments, we assess hedge effectiveness and measure hedge ineffectiveness using changes in forward rates. For the three-month periods ended March 31, 2018 and 2017, we recognized losses of $120 million and $42 million, respectively, included in Change in foreign currency translation adjustment in Other comprehensive income related to the net investment hedge relationships.

A qualitative methodology is utilized to assess hedge effectiveness for net investment hedges, while regression analysis is employed for all other hedges.

The following table presents the gain (loss) recognized in earnings on our derivative instruments in fair value hedging relationships in the Condensed Consolidated Statements of Income:

	Gains/(Losses) Recognized in Earnings for:		Including Gains/(Losses) Attributable to:		
(in millions)	Hedging Derivatives[(a)]	Hedged Items	Hedge Ineffectiveness	Excluded Components	Other[(b)]
Three Months Ended March 31, 2018					

Interest rate contracts:										
Realized capital gains/(losses)	**$**	**(8)**	**$**	**9**	**$**	**1**	**$**	**-**	**$**	**-**
Foreign exchange contracts:										
Realized capital gains/(losses)		**(41)**		**8**		**-**		**(33)**		**-**
Other income		**-**		**-**		**-**		**-**		**-**
Equity contracts:										
Realized capital gains/(losses)		**-**		**-**		**-**		**-**		**-**
Three Months Ended March 31, 2017										
Interest rate contracts:										
Realized capital gains/(losses)	$	(1)	$	1	$	-	$	-	$	-
Foreign exchange contracts:										
Realized capital gains/(losses)		52		(42)		-		10		-
Other income		-		1		-		-		1
Equity contracts										
Realized capital gains/(losses)		(2)		-		-		(2)		-

(a) The amounts presented do not include the periodic net coupon settlements of the derivative contract or the coupon income (expense) related to the hedged item.

(b) Represents accretion/amortization of opening fair value of the hedged item at inception of hedge relationship, amortization of basis adjustment on hedged item following the discontinuation of hedge accounting, and the release of debt basis adjustment following the repurchase of issued debt that was part of previously-discontinued fair value hedge relationship.

Derivatives Not Designated as Hedging Instruments

The following table presents the effect of derivative instruments not designated as hedging instruments in the Condensed Consolidated Statements of Income:

Three Months Ended March 31,	Gains (Losses) Recognized in Earnings	
(in millions)	**2018**	2017
By Derivative Type:		
Interest rate contracts	**$ (398)**	$ (152)
Foreign exchange contracts	**(139)**	(46)
Equity contracts	**(73)**	(314)
Credit contracts	**11**	15
Other contracts	**17**	18
Embedded derivatives	**591**	146
Total	**$ 9**	$ (333)
By Classification:		
Policy fees	**$ 17**	$ 20
Net investment income	**(4)**	(2)
Net realized capital losses	**(13)**	(384)
Other income	**12**	33
Policyholder benefits and claims incurred	**(3)**	-
Total	**$ 9**	$ (333)

Credit Risk-Related Contingent Features

We estimate that at March 31, 2018, based on our outstanding financial derivative transactions, a downgrade of our long-term senior debt ratings to BBB or BBB– by Standard & Poor's Financial Services LLC, a subsidiary of S&P Global Inc., and/or a downgrade to Baa2 or Baa3 by Moody's Investors' Service, Inc. would permit counterparties to make additional collateral calls and permit certain counterparties to elect early termination of contracts, resulting in corresponding collateral postings and termination payments in the total amount of up to approximately $81 million. The aggregate fair value of our derivatives that were in a net liability position and that contain such credit risk-related contingencies which can be triggered below our long-term senior debt ratings of BBB+ or Baa1 was approximately $521 million and $572 million at March 31, 2018 and December 31, 2017, respectively. The aggregate fair value of assets posted as collateral under these contracts at March 31, 2018 and December 31, 2017, was approximately $557 million and $676 million, respectively.

Hybrid Securities with Embedded Credit Derivatives

We invest in hybrid securities (such as credit linked notes) with the intent of generating income, and not specifically to acquire exposure to embedded derivative risk. As is the case with our other investments in RMBS, CMBS, CDOs and ABS, our investments in these hybrid securities are exposed to losses only up to the amount of our initial investment in the hybrid security. Other than our initial investment in the hybrid securities, we have no further obligation to make payments on the embedded credit derivatives in the related hybrid securities.

We elect to account for our investments in these hybrid securities with embedded written credit derivatives at fair value, with changes in fair value recognized in Net investment income and Other income. Our investments in these hybrid securities are reported as Other bond securities in the Condensed Consolidated Balance Sheets. The fair values of these hybrid securities were $4.2 billion and $4.4 billion at March 31, 2018 and December 31, 2017, respectively. These securities have par amounts of $8.9 billion and $9.1 billion at March 31, 2018 and December 31, 2017, respectively, and have remaining stated maturity dates that extend to 2052.

9. Insurance Liabilities

Liability for Unpaid Losses and Loss Adjustment Expenses (Loss Reserves)

Loss reserves represent the accumulation of estimates of unpaid claims, including estimates for claims incurred but not reported (IBNR) and loss adjustment expenses (LAE), less applicable discount. We regularly review and update the methods used to determine loss reserve estimates. Any adjustments resulting from this review are reflected currently in pre-tax income. Because these estimates are subject to the outcome of future events, changes in estimates are common given that loss trends vary and time is often required for changes in trends to be recognized and confirmed. Reserve changes that increase previous estimates of ultimate cost are referred to as unfavorable or adverse development or reserve strengthening. Reserve changes that decrease previous estimates of ultimate cost are referred to as favorable development.

Our gross loss reserves before reinsurance and discount are net of contractual deductible recoverable amounts due from policyholders of approximately $12.3 billion and $12.6 billion at March 31, 2018 and December 31, 2017, respectively. These recoverable amounts are related to certain policies with high deductibles (in excess of high dollar amounts retained by the insured through self-insured retentions, deductibles, retrospective programs, or captive arrangements, each referred to generically as “deductibles”), primarily for U.S. commercial casualty business. With respect to the deductible portion of the claim, we manage and pay the entire claim on behalf of the insured and are reimbursed by the insured for the deductible portion of the claim. Thus, these recoverable amounts represent a credit exposure to us. At both March 31, 2018 and December 31, 2017, we held collateral of approximately $9.5 billion for these deductible recoverable amounts, consisting primarily of letters of credit and funded trust agreements.

The following table presents the roll-forward of activity in Loss Reserves:

	Three Months Ended March 31,	
(in millions)	**2018**	2017
Liability for unpaid loss and loss adjustment expenses, beginning of period	**$ 78,393**	$ 77,077
Reinsurance recoverable	**(26,708)**	(15,532)
Net Liability for unpaid loss and loss adjustment expenses, beginning of period	**51,685**	61,545
Losses and loss adjustment expenses incurred:		
Current year	**4,698**	4,300
Prior years, excluding discount and amortization of deferred gain	**(40)**	63
Prior years, discount charge (benefit)	**(205)**	(25)
Prior years, amortization of deferred gain on retroactive reinsurance	**(39)**	(38)
Total losses and loss adjustment expenses incurred	**4,414**	4,300
Losses and loss adjustment expenses paid:		
Current year	**(610)**	(571)

Prior years	**(4,779)**	(4,753)
Total losses and loss adjustment expenses paid	**(5,389)**	(5,324)
Other changes:		
Foreign exchange effect	**274**	(105)
Retroactive reinsurance adjustment (net of discount)[a]	**(97)**	(11,199)
Reclassified to liabilities held for sale[b]	**-**	(87)
Total other changes	**177**	(11,391)
Liability for unpaid loss and loss adjustment expenses, end of period:		
Net liability for unpaid losses and loss adjustment expenses	**50,887**	49,130
Reinsurance recoverable	**27,211**	26,920
Total	**$ 78,098**	$ 76,050

(a) Includes discount on retroactive reinsurance in the amount of $128 million and $1.7 billion for the three-month periods ended March 31, 2018 and 2017, respectively.

(b) Represents change in loss reserves included in our sale of certain of our insurance operations to Fairfax Financial Holdings Limited (Fairfax) for the three-month period ended March 31, 2017. Upon consummation of the sale, we retained a portion of these reserves through reinsurance arrangements.

On January 20, 2017, we entered into an adverse development reinsurance agreement with National Indemnity Company (NICO), a subsidiary of Berkshire Hathaway Inc. (Berkshire), under which we transferred to NICO 80 percent of the reserve risk on substantially all of our U.S. Commercial long-tail exposures for accident years 2015 and prior. Under this agreement, we ceded to NICO 80 percent of the paid losses on subject business paid on or after January 1, 2016 in excess of $25 billion of net paid losses, up to an aggregate limit of $25 billion. At NICO's 80 percent share, NICO's limit of liability under the contract is $20 billion. We account for this transaction as retroactive reinsurance. We paid total consideration, including interest, of $10.2 billion. The consideration was placed into a collateral trust account as security for NICO's claim payment obligations, and Berkshire has provided a parental guarantee to secure the obligations of NICO under the agreement. The total paid claims subject to the agreement as of March 31, 2018 were below the attachment point.

Discounting of Loss Reserves

At March 31, 2018, the loss reserves reflect a net loss reserve discount of $1.9 billion, including tabular and non-tabular calculations based upon the following assumptions:

Certain asbestos claims are discounted when allowed by the regulator and when payments are fixed and determinable, based on the investment yields of the companies and the payout pattern for the claims. At December 31, 2016, the discount for asbestos reserves was fully amortized.

The tabular workers' compensation discount is calculated based on a 3.5 percent interest rate and the mortality rate used in the 2007 U.S. Life Table.

The non-tabular workers' compensation discount is calculated separately for companies domiciled in New York and Pennsylvania, and follows the statutory regulations (prescribed or permitted) for each state. For New York companies, the discount is based on a 5 percent interest rate and the companies' own payout patterns. For the Pennsylvania companies, the statute specifies discount factors for accident years 2001 and prior, which are based on a 6 percent interest rate and an industry payout pattern. For accident years 2002 and subsequent, the discount is based on the payout patterns and investment yields of the companies.

In 2013, our Pennsylvania regulator approved use of a consistent discount rate (U.S. Treasury rate plus a liquidity premium) to all of our workers' compensation reserves in our Pennsylvania-domiciled companies, as well as our use of updated payout patterns specific to our primary and excess workers compensation portfolios.

The discount consists of $622 million of tabular discount and $1.3 billion of non-tabular discount for workers' compensation. During the three-month periods ended March 31, 2018 and 2017, the benefit/(charge) from changes in discount of $205 million and $25 million, respectively, were recorded as part of the policyholder benefits and losses incurred in the Consolidated Statement of Income.

The following table presents the components of the loss reserve discount discussed above:

	March 31, 2018			December 31, 2017		
(in millions)	North America Commercial Insurance	Legacy Portfolio - General Insurance run-off Insurance Lines	Total	North America Commercial Insurance	Legacy Portfolio - General Insurance run-off Insurance Lines	Total
U.S. workers' compensation	**$ 2,652**	**$ 936**	**$ 3,588**	$ 2,465	$ 918	$ 3,383
Retroactive reinsurance	**(1,667)**	**-**	**(1,667)**	(1,539)	-	(1,539)
Total reserve discount*	**$ 985**	**$ 936**	**$ 1,921**	$ 926	$ 918	$ 1,844

* Excludes $177 million and $173 million of discount related to certain long tail liabilities in the United Kingdom at March 31, 2018 and December 31, 2017, respectively.

The following tables presents the net loss reserve discount benefit (charge):

Three Months Ended March 31,	**2018**			2017		
(in millions)	North America Commercial Insurance	Legacy Portfolio - General Insurance run-off Insurance Lines	Total	North America Commercial Insurance	Legacy Portfolio - General Insurance run-off Insurance Lines	Total
Current accident year	**$ 19**	**$ -**	**$ 19**	$ 32	$ -	$ 32
Accretion and other adjustments to prior year discount	**45**	**(18)**	**27**	(48)	(16)	(64)
Effect of interest rate changes	**123**	**36**	**159**	39	18	57
Net reserve discount benefit (charge)	**187**	**18**	**205**	23	2	25
Change in discount on loss reserves ceded under retroactive reinsurance	**(128)**	**-**	**(128)**	(1,655)	-	(1,655)
Net change in total reserve discount[(a)]	**$ 59**	**$ 18**	**$ 77**	$ (1,632)	$ 2	$ (1,630)

(a) Excludes $(5) million and $(1) million of discount related to certain long tail liabilities in the United Kingdom for the three-month periods ended March 31, 2018 and 2017, respectively.

During the first quarters of 2018 and 2017, effective interest rates increased due to an increase in the forward yield curve component of the discount rates reflecting an incline in U.S. Treasury rates along with the changes in payout pattern assumptions. This resulted in an increase in the loss reserve discount by $159 million in first quarter 2018 and $57 million in first quarter 2017.

10. Contingencies, Commitments and Guarantees

In the normal course of business, various contingent liabilities and commitments are entered into by AIG and our subsidiaries. In addition, AIG Parent guarantees various obligations of certain subsidiaries.

Although AIG cannot currently quantify its ultimate liability for unresolved litigation and investigation matters, including those referred to below, it is possible that such liability could have a material adverse effect on AIG's consolidated financial condition or its consolidated results of operations or consolidated cash flows for an individual reporting period.

Legal Contingencies

Overview. In the normal course of business, AIG and our subsidiaries are, like others in the insurance and financial services industries in general, subject to regulatory and government investigations and actions, and litigation and other forms of dispute resolution in a large number of proceedings pending in various domestic and foreign jurisdictions. Certain of these matters involve potentially significant risk of loss due to potential for significant jury awards and settlements, punitive damages or other penalties. Many of these matters are also highly complex and seek recovery on behalf of a class or similarly large number of plaintiffs. It is therefore inherently difficult to predict the size or scope of potential future losses arising from these matters. In our insurance and reinsurance operations, litigation and arbitration concerning the scope of coverage under insurance and reinsurance contracts, and litigation and arbitration in which our subsidiaries defend or indemnify their insureds under insurance contracts, are generally considered in the establishment of our loss reserves. Separate and apart from the foregoing matters involving insurance and reinsurance coverage, AIG, our subsidiaries and their respective officers and directors are subject to a variety of additional types of legal proceedings brought by holders of AIG securities, customers, employees and others, alleging, among other things, breach of contractual or fiduciary duties, bad faith and violations of federal and state statutes and regulations. With respect to these other categories of matters not arising out of claims for insurance or reinsurance coverage, we establish reserves for loss contingencies when it is probable that a loss will be incurred and the amount of the loss can be reasonably estimated. In many instances, we are unable to determine whether a loss is probable or to reasonably estimate the amount of such a loss and, therefore, the potential future losses arising from legal proceedings may exceed the amount of liabilities that we have recorded in our financial statements covering these matters. While such potential future charges could be material, based on information currently known to management, management does not believe, other than may be discussed below, that any such charges are likely to have a material adverse effect on our financial position or results of operation.

Additionally, from time to time, various regulatory and governmental agencies review the transactions and practices of AIG and our subsidiaries in connection with industry-wide and other inquiries into, among other matters, the business practices of current and former operating insurance subsidiaries. We have cooperated, and will continue to cooperate, in producing documents and other information in response to such requests.

Starr International Litigation

On November 21, 2011, Starr International Company, Inc. (SICO) filed a complaint against the United States in the United States Court of Federal Claims (the Court of Federal Claims), bringing claims, both individually and on behalf of the classes defined below and derivatively on behalf of AIG (the SICO Treasury Action). The complaint challenges the government's assistance of AIG, pursuant to which AIG entered into a credit facility with the Federal Reserve Bank of New York (the FRBNY, and such credit facility, the FRBNY Credit Facility) and the United States received an approximately 80 percent ownership in AIG. The complaint alleges that the interest rate imposed on AIG and the appropriation of approximately 80 percent of AIG's equity was discriminatory, unprecedented, and inconsistent with liquidity assistance offered by the government to other comparable firms at the time and violated the Equal Protection, Due Process, and Takings Clauses of the U.S. Constitution.

In the SICO Treasury Action, the only claims naming AIG as a party (as a nominal defendant) are derivative claims on behalf of AIG. On September 21, 2012, SICO made a pre litigation demand on our Board demanding that we pursue the derivative claims or allow SICO to pursue the claims on our behalf. On January 9, 2013, our Board unanimously refused SICO's demand in its entirety and on January 23, 2013, counsel for the Board sent a letter to counsel for SICO describing the process by which our Board considered and refused SICO's demand and stating the reasons for our Board's determination.

On March 11, 2013, SICO filed a second amended complaint in the SICO Treasury Action alleging that its demand was wrongfully refused. On June 26, 2013, the Court of Federal Claims granted AIG's and the United States' motions to dismiss SICO's derivative claims in the SICO Treasury Action due to our Board's refusal of SICO's demand and denied the United States' motion to dismiss SICO's direct, non-derivative claims.

On March 11, 2013, the Court of Federal Claims in the SICO Treasury Action granted SICO's motion for class certification of two classes with respect to SICO's non derivative claims: (1) persons and entities who held shares of AIG Common Stock on or before September 16, 2008 and who owned those shares on September 22, 2008 (the Credit Agreement Shareholder Class); and (2) persons and entities who owned shares of AIG Common Stock on June 30, 2009 and were eligible to vote those shares at AIG's June 30, 2009 annual meeting of shareholders (the Reverse Stock Split Shareholder Class). SICO has provided notice of class certification to potential members of the classes, who, pursuant to a court order issued on April 25, 2013, had to return opt in consent forms by September 16, 2013 to participate in either class. 286,908 holders of AIG Common Stock during the two class periods have opted into the classes.

On June 15, 2015, the Court of Federal Claims issued its opinion and order in the SICO Treasury Action. The Court found that the United States exceeded its statutory authority by exacting approximately 80 percent of AIG's equity in exchange for the FRBNY Credit Facility, but that AIG shareholders suffered no damages as a result. SICO argued during trial that the two classes are entitled to a total of approximately $40 billion in damages, plus interest. The Court also found that the United States was not liable to the Reverse Stock Split Class in connection with the reverse stock split vote at the June 30, 2009 annual meeting of shareholders.

On June 17, 2015, the Court of Federal Claims entered judgment stating that "the Credit Agreement Shareholder Class shall prevail on liability due to the Government's illegal exaction, but shall recover zero damages, and that the Reverse Stock Split Shareholder Class shall not prevail on liability or damages." SICO filed a notice of appeal of the July 2, 2012 dismissal of SICO's unconstitutional conditions claim, the June 26, 2013 dismissal of SICO's derivative claims, the Court's June 15, 2015 opinion and order, and the Court's June 17, 2015 judgment to the United States Court of Appeals for the Federal Circuit. The United States filed a notice of cross appeal of the Court's July 2, 2012 opinion and order denying in part its motion to dismiss, the Court's June 26, 2013 opinion and order denying its motion to dismiss SICO's direct claims, the Court's June 15, 2015 opinion and order, and the Court's June 17, 2015 judgment to the United States Court of Appeals for the Federal Circuit. On May 9, 2017, the Court of Appeals for the Federal Circuit: (i) vacated the Court of Federal Claims judgment on the Credit Agreement Shareholder Class and remanded with instructions for dismissal of that class, and (ii) affirmed the finding of no liability with respect to the Reverse Stock Split Class.

On October 6, 2017, SICO filed a petition for writ of certiorari with the United States Supreme Court. On March 26, 2018, the Supreme Court denied SICO's petition and the SICO Treasury Action has now concluded.

Tax Litigation

We are party to pending tax litigation before the Southern District of New York. *For additional information see Note 14 to the Condensed Consolidated Financial Statements.*

Other Commitments

In the normal course of business, we enter into commitments to invest in limited partnerships, private equity funds and hedge funds and to purchase and develop real estate in the U.S. and abroad. These commitments totaled $2.9 billion at March 31, 2018.

Guarantees

Subsidiaries

We have issued unconditional guarantees with respect to the prompt payment, when due, of all present and future payment obligations and liabilities of AIG Financial Products Corp. and related subsidiaries (collectively AIGFP) and of AIG Markets arising from transactions entered into by AIG Markets.

In connection with AIGFP's business activities, AIGFP has issued, in a limited number of transactions, standby letters of credit or similar facilities to equity investors of structured leasing transactions in an amount equal to the termination value owing to the equity investor by the lessee in the event of a lessee default (the equity termination value). The total amount outstanding at March 31, 2018 was $85 million. In those transactions, AIGFP has agreed to pay such amount if the lessee fails to pay. The amount payable by AIGFP is, in certain cases, partially offset by amounts payable under other instruments typically equal to the present value of scheduled payments to be made by AIGFP. In the event that AIGFP is required to make a payment to the equity investor, the lessee is unconditionally obligated to reimburse AIGFP. To the extent that the equity investor is paid the equity termination value from the standby letter of credit and/or other sources, including payments by the lessee, AIGFP takes an assignment of the equity investor's rights under the lease of the underlying property. Because the obligations of the lessee under the lease transactions are generally economically defeased, lessee bankruptcy is the most likely circumstance in which AIGFP would be required to pay without reimbursement.

AIG Parent files a consolidated federal income tax return with certain subsidiaries and acts as an agent for the consolidated tax group when making payments to the Internal Revenue Service (IRS). AIG Parent and its subsidiaries have adopted, pursuant to a written agreement, a method of allocating consolidated federal income taxes. Under an Amended and Restated Tax Payment Allocation Agreement dated June 6, 2011 between AIG Parent and one of its Bermuda-domiciled insurance subsidiaries, AIG Life of Bermuda, Ltd. (AIGB), AIG Parent has agreed to indemnify AIGB for any tax liability (including interest and penalties) resulting from adjustments made by the IRS or other appropriate authorities to taxable income, special deductions or credits in connection with investments made by AIGB in certain affiliated entities.

Asset Dispositions

We are subject to financial guarantees and indemnity arrangements in connection with the completed sales of businesses pursuant to our asset disposition plan. The various arrangements may be triggered by, among other things, declines in asset values, the occurrence of specified business contingencies, the realization of contingent liabilities, developments in litigation or breaches of representations, warranties or covenants provided by us. These arrangements are typically subject to various time limitations, defined by the contract or by operation of law, such as statutes of limitation. In some cases, the maximum potential obligation is subject to contractual limitations, while in other cases such limitations are not specified or are not applicable.

We are unable to develop a reasonable estimate of the maximum potential payout under certain of these arrangements. Overall, we believe that it is unlikely we will have to make any material payments related to completed sales under these arrangements, and no material liabilities related to these arrangements have been recorded in the Condensed Consolidated Balance Sheets.

Other

- *For additional discussion on commitments and guarantees associated with VIEs see Note 7 to the Condensed Consolidated Financial Statements.*

- *For additional disclosures about derivatives see Note 8 to the Condensed Consolidated Financial Statements.*

- *For additional disclosures about guarantees of outstanding debt see Note 15 to the Condensed Consolidated Financial Statements*.

11. Equity

Shares Outstanding

The following table presents a rollforward of outstanding shares:

Three Months Ended March 31, 2018	Common Stock Issued	Treasury Stock	Common Stock Outstanding
Shares, beginning of year	**1,906,671,492**	**(1,007,626,835)**	**899,044,657**
Shares issued	**-**	**4,021,554**	**4,021,554**
Shares repurchased	**-**	**(5,384,703)**	**(5,384,703)**
Shares, end of period	**1,906,671,492**	**(1,008,989,984)**	**897,681,508**

Dividends

Dividends are payable on AIG Common Stock only when, as and if declared by our Board of Directors in its discretion, from funds legally available for this purpose. In considering whether to pay a dividend on or purchase shares of AIG Common Stock, our Board of Directors considers a number of factors, including, but not limited to: the capital resources available to support our insurance operations and business strategies, AIG's funding capacity and capital resources in comparison to internal benchmarks, expectations for capital generation, rating agency expectations for capital, regulatory standards for capital and capital distributions, and such other factors as our Board of Directors may deem relevant.

The following table presents record date, payment date and dividends paid per share on AIG Common Stock:

Record Date	Payment Date	Dividends Paid Per Share
March 15, 2018	March 29, 2018	0.32
March 15, 2017	March 29, 2017	0.32

For a discussion of restrictions on payments of dividends to AIG Parent by its subsidiaries see Note 19 to the Consolidated Financial Statements in the 2017 Annual Report.

Repurchase of AIG Common Stock

The following table presents repurchases of AIG Common Stock and warrants to purchase shares of AIG Common Stock:

Three Months Ended March 31, *(in millions)*		**2018**		2017
Aggregate repurchases of common stock	**$**	**298**	$	3,585
Total number of common shares repurchased		**5**		56
Aggregate repurchases of warrants	**$**	**2**	$	-
Total number of warrants repurchased*		**-**		-

* For the three-month period ended March 31, 2018, we repurchased 97,553 warrants to purchase shares of AIG Common Stock.

Our Board of Directors has authorized the repurchase of shares of AIG Common Stock and warrants to purchase shares of AIG Common Stock through a series of actions. On May 3, 2017, our Board of Directors authorized an additional increase of $2.5 billion to its previous share repurchase authorization. As of March 31, 2018, approximately $2.0 billion remained under our share repurchase authorization. Shares may be repurchased from time to time in the open market, private purchases, through forward, derivative, accelerated repurchase or automatic repurchase transactions or otherwise (including through the purchase of warrants). Certain of our share repurchases have been and may from time to time be effected through Exchange Act Rule 10b5-1 repurchase plans.

The timing of any future repurchases will depend on market conditions, our business and strategic plans, financial condition, results of operations, liquidity and other factors.

Accumulated Other Comprehensive Income

The following table presents a rollforward of Accumulated other comprehensive income:

(in millions)	Unrealized Appreciation (Depreciation) of Fixed Maturity Securities on Which Other-Than-Temporary Credit Impairments Were Taken	Unrealized Appreciation (Depreciation) of All Other Investments	Foreign Currency Translation Adjustments	Ret Li Adju
Balance, December 31, 2017, net of tax	**$ 793**	**$ 7,693**	**$ (2,090)**	**$**
Cumulative effect of change in accounting principles	**169**	**(285)**	**(284)**	
Change in unrealized depreciation of investments	**(240)**	**(4,754)**	**-**	
Change in deferred policy acquisition costs adjustment and other	**30**	**634**	**-**	
Change in future policy benefits	**-**	**741**	**-**	
Change in foreign currency translation adjustments	**-**	**-**	**172**	
Change in net actuarial loss	**-**	**-**	**-**	
Change in prior service credit	**-**	**-**	**-**	
Change in deferred tax asset (liability)	**60**	**671**	**(14)**	
Change in fair value of liabilities under fair value option attributable to changes in own credit risk	**-**	**-**	**-**	
Total other comprehensive income (loss)	**(150)**	**(2,708)**	**158**	
Noncontrolling interests	**-**	**-**	**-**	
Balance, March 31, 2018, net of tax	**$ 812**	**$ 4,700**	**$ (2,216)**	**$**
Balance, December 31, 2016, net of tax	$ 426	$ 6,405	$ (2,629)	$
Change in unrealized appreciation of investments	143	690	-	
Change in deferred policy acquisition costs adjustment and other*	32	38	-	
Change in future policy benefits	-	(86)	-	
Change in foreign currency translation adjustments	-	-	(304)	
Change in net actuarial loss	-	-	-	
Change in prior service cost	-	-	-	
Change in deferred tax asset (liability)	(61)	53	28	
Total other comprehensive income (loss)	114	695	(276)	
Noncontrolling interests	-	-	-	
Balance, March 31, 2017, net of tax	$ 540	$ 7,100	$ (2,905)	$

* Includes net unrealized gains attributable to businesses held for sale.

The following table presents the other comprehensive income reclassification adjustments for the three-month periods ended March 31, 2018 and 2017, respectively:

(in millions)	Unrealized Appreciation (Depreciation) of Fixed Maturity Investments on Which Other-Than-Temporary Credit Impairments Were Recognized	Unrealized Appreciation (Depreciation) of All Other Investments	Foreign Currency Translation Adjustments	Retirement Plan Liabilities Adjustment
March 31, 2018				
Unrealized change arising during period	**$ (208)**	**$ (3,386)**	**$ 172**	**$ 3**
Less: Reclassification adjustments included in net income	**2**	**(7)**	**-**	**(9)**
Total other comprehensive income (loss), before income tax expense (benefit)	**(210)**	**(3,379)**	**172**	**12**
Less: Income tax expense (benefit)	**(60)**	**(671)**	**14**	**(17)**
Total other comprehensive income (loss), net of income tax expense (benefit)	**$ (150)**	**$ (2,708)**	**$ 158**	**$ 29**
March 31, 2017				
Unrealized change arising during period	$ 190	$ 835	$ (304)	$ 18
Less: Reclassification adjustments included in net income	15	193	-	(10)
Total other comprehensive income (loss), before income tax expense (benefit)	175	642	(304)	28
Less: Income tax expense (benefit)	61	(53)	(28)	10
Total other comprehensive income (loss), net of income tax expense (benefit)	$ 114	$ 695	$ (276)	$ 18

The following table presents the effect of the reclassification of significant items out of Accumulated other comprehensive income on the respective line items in the Condensed Consolidated Statements of Income:

	Amount Reclassified from Accumulated Other Comprehensive Income Three Months Ended March 31,	Affected Line Item in tl

(in millions)	**2018**	2017	Condensed Consolidated Statements of Incon
Unrealized appreciation (depreciation) of fixed maturity securities on which other-than-temporary credit impairments were taken			
Investments	**$ 2**	$ 15	Other realized capital gains
Total	**2**	15	
Unrealized appreciation (depreciation) of all other investments			
Investments	**24**	140	Other realized capital gains
Deferred acquisition costs adjustment	**(31)**	53	Amortization of deferred policy acquisition costs
Future policy benefits	**-**	-	Policyholder benefits and losses incurred
Total	**(7)**	193	
Change in retirement plan liabilities adjustment			
Prior-service credit	**-**	-	*
Actuarial losses	**(9)**	(10)	*
Total	**(9)**	(10)	
Total reclassifications for the period	**$ (14)**	$ 198	

* These Accumulated other comprehensive income components are included in the computation of net periodic pension cost. *See Note 13 to the Condensed Consolidated Financial Statements*.

12. Earnings Per Share (EPS)

The basic EPS computation is based on the weighted average number of common shares outstanding, adjusted to reflect all stock dividends and stock splits. The diluted EPS computation is based on those shares used in the basic EPS computation plus shares that would have been outstanding assuming issuance of common shares for all dilutive potential common shares outstanding and adjusted to reflect all stock dividends and stock splits.

The following table presents the computation of basic and diluted EPS:

Three Months Ended March 31,				
(dollars in millions, except per share data)		**2018**		2017
Numerator for EPS:				
Income from continuing operations	**$**	**950**	$	1,211
Less: Net income from continuing operations attributable to noncontrolling interests		**11**		26
Income attributable to AIG common shareholders from continuing operations		**939**		1,185
Income (loss) from discontinued operations, net of income tax expense		**(1)**		-
Net income attributable to AIG common shareholders	**$**	**938**	$	1,185
Denominator for EPS:				
Weighted average shares outstanding — basic		**907,951,597**		980,777,243
Dilutive shares		**17,314,980**		24,537,787
Weighted average shares outstanding — diluted[(a)]		**925,266,577**		1,005,315,030
Income per common share attributable to AIG:				
Basic:				
Income from continuing operations	**$**	**1.03**	$	1.21
Income from discontinued operations	**$**	**-**	$	-
Net income attributable to AIG	**$**	**1.03**	$	1.21
Diluted:				
Income from continuing operations	**$**	**1.01**	$	1.18
Income (loss) from discontinued operations	**$**	**-**	$	-
Net income attributable to AIG	**$**	**1.01**	$	1.18

(a) Dilutive shares included our share based employee compensation plans and a weighted average portion of the warrants issued to AIG shareholders as part of AIG’s recapitalization in January 2011. The number of shares excluded from diluted shares outstanding was 0.7 million and 1.8 million for the three-month periods ended March 31, 2018 and 2017, respectively, because the effect of including those shares in the calculation would have been anti-dilutive.

13. Employee Benefits

We sponsor various defined benefit pension plans, post-retirement medical and life insurance plans for eligible employees and retirees in the U.S. and certain non-U.S. countries.

The following table presents the components of net periodic benefit cost with respect to pensions and other postretirement benefits:

	Pension			Postretirement		
(in millions)	U.S. Plans	Non-U.S. Plans	Total	U.S. Plans	Non-U.S. Plans	Total
Three Months Ended March 31, 2018						
Components of net periodic benefit cost:						
Service cost	**$ 2**	**$ 6**	**$ 8**	**$ -**	**$ -**	**$ -**
Interest cost	**41**	**4**	**45**	**2**	**-**	**2**
Expected return on assets	**(71)**	**(7)**	**(78)**	**-**	**-**	**-**
Amortization of prior service cost	**-**	**1**	**1**	**-**	**-**	**-**
Amortization of net loss	**7**	**2**	**9**	**-**	**-**	**-**
Net periodic benefit cost (credit)	**$ (21)**	**$ 6**	**$ (15)**	**$ 2**	**$ -**	**$ 2**
Three Months Ended March 31, 2017						
Components of net periodic benefit cost:						
Service cost	$ 6	$ 8	$ 14	$ -	$ 1	$ 1
Interest cost	43	4	47	2	1	3
Expected return on assets	(64)	(6)	(70)	-	-	-
Amortization of prior service cost	-	-	-	-	-	-
Amortization of net loss	7	3	10	-	-	-
Net periodic benefit cost (credit)	$ (8)	$ 9	$ 1	$ 2	$ 2	$ 4

For the three-month period ended March 31, 2018, we did not make any contributions to the U.S. AIG Retirement Plan.

14. Income Taxes

U.S. Tax Reform Overview

On December 22, 2017, the U.S. enacted Public Law 115-97, known informally as the Tax Cuts and Jobs Act (the Tax Act). The Tax Act reduced the statutory rate of U.S. federal corporate income tax to 21 percent and enacted numerous other changes impacting AIG and the insurance industry.

During December 2017, the SEC staff issued Staff Accounting Bulletin 118 (SAB 118), which provided guidance on accounting for the tax effects of the Tax Act. SAB 118 addressed situations where accounting for certain income tax effects of the Tax Act under ASC 740 may be incomplete upon issuance of an entity's financial statements and provides a one-year measurement period from the enactment date to complete the accounting under ASC 740. In accordance with SAB 118, a company was required to reflect the following:

- Income tax effects of those aspects of the Tax Act for which accounting under ASC 740 is complete
- Provisional estimate of income tax effects of the Tax Act to the extent accounting is incomplete but a reasonable estimate is determinable
- If a provisional estimate cannot be determined, ASC 740 should still be applied on the basis of tax law provisions that were in effect immediately before the enactment of the Tax Act.

At December 31, 2017, we originally recorded a provisional estimate of income tax effects of the Tax Act of $6.7 billion, including a tax charge of $6.7 billion attributable to the reduction in the U.S. corporate income tax rate and tax benefit of $38 million related to the deemed repatriation tax. During the period ended March 31, 2018, we have not recorded any material adjustments to these provisional amounts. We continue to refine our analysis and calculations, which could impact the provisional estimates previously recorded. Accordingly, as of March 31, 2018, we have not fully completed our accounting for the tax effects of the Tax Act.

The Tax Act includes provisions for Global Intangible Low-Taxed Income (GILTI) under which taxes on foreign income are imposed on the excess of a deemed return on tangible assets of certain foreign subsidiaries and for Base Erosion and Anti-Abuse Tax (BEAT) under which taxes are imposed on certain base eroding payments to affiliated foreign companies. Consistent with accounting guidance, we treat BEAT as a period tax charge in the period the tax is incurred and have made an accounting policy election to treat GILTI taxes in a similar manner.

Tax effects for which a reasonable estimate can be determined

Deemed Repatriation Tax

The Tax Act requires companies to pay a one-time transition tax, net of tax credits related to applicable foreign taxes paid, on previously untaxed current and accumulated earnings and profits (E&P) of certain of our foreign subsidiaries. In the determination of the deemed repatriation tax, we reviewed estimated post-1986 E&P of certain material relevant foreign subsidiaries, and any related non-U.S. income tax paid on such earnings. We originally recorded a provisional estimated tax benefit of $38 million at December 31, 2017. While the IRS has issued some guidance on the calculation of the deemed repatriation tax, there are still certain aspects of the calculation that require further clarification. We are continuing to gather additional information to more precisely compute the amount of deemed repatriation tax. As we continue to refine our analysis, we will refine our calculations of the one-time transition tax, which could impact the provisional estimate previously recorded.

Other Provisions

The Tax Act modified computations of insurance reserves for both life and general insurance companies. For life insurance companies, tax reserves are now computed with reference to NAIC reserves. For general insurance companies, the Tax Act extends the discount period for certain long-tail lines of business from 10 years to 24 years and increases the discount rate, replacing the applicable federal rate for a higher-yield corporate bond rate, and eliminates the election allowing companies to use their historical loss payment patterns for loss reserve discounting. Adjustments related to the differences in insurance reserves balances computed under the old tax law versus the Tax Act have to be taken into income over eight years by both life and general insurance companies. At December 31, 2017, we recorded provisional estimates with respect to such items. As of March 31, 2018, these estimates remain provisional.

Provisions Impacting Projections of Taxable Income and Valuation Allowance Considerations

Certain provisions of the Tax Act impact our projections of future taxable income used in analyzing realizability of our U.S. tax attribute deferred tax asset. As discussed above, there are specific insurance industry provisions, including changes in computations of insurance reserves, amortization of specified policy acquisition expenses, and treatment of separate account dividends received deduction. Provisional estimates have been included in our future taxable income projections for these insurance industry specific provisions to reflect application of the new tax law.

Because we have made provisional estimates related to the impact of certain aspects of the Tax Act on our future taxable income, corresponding determination of the need for a valuation allowance is also provisional. Generally, the Tax Act provisions result in an increase in our taxable income and, thus, accelerate utilization of our tax attribute deferred tax asset. Accordingly, we do not currently anticipate that our reliance on provisional estimates would have a material impact on our determination of the realizability of our deferred tax assets.

In all cases, we will continue to refine our calculations as additional analysis is completed. Our estimates may also be impacted as additional guidance from taxing authorities is issued.

Tax effects for which no estimate can be determined

Our accounting for the following elements of the Tax Act is incomplete and we continued accounting for them in accordance with ASC 740 on the basis of the tax laws in effect before enactment of the Tax Act.

The Tax Act may affect the results in certain investments and partnerships in which we are a non-controlling interest owner. The information needed to determine a provisional estimate is not currently available (such as for interest deduction limitations in those entities and the changed definition of a U.S. Shareholder). Accordingly, no provisional estimates were recorded.

Due to minimal formal guidance issued from state and local jurisdictions, provisional estimates have not been recorded for the impact of any state and local corporate income tax implications of the Tax Act. Guidance from state and local jurisdictions is expected during 2018 and the impact, if any, will be recorded when the related guidance is issued.

Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income

In February 2018, the FASB issued an accounting standard that allows the optional reclassification of stranded tax effects within accumulated other comprehensive income (AOCI) that arise due to the enactment of the Tax Act to retained earnings. We elected to early adopt the standard for the period ended March 31, 2018. As a result of adopting this standard, we reclassified $248 million from AOCI to retained earnings. The amount reclassified includes stranded effects related to the change in the U.S. federal corporate income tax rate on the gross temporary differences and related valuation allowances. The effect of the Tax Act on gross temporary differences related to AOCI is provisional. As we finalize the accounting for tax effects of the Tax Act on these items, additional reclassification adjustments may be recorded in future periods.

We use an item-by-item approach to release the stranded or disproportionate income tax effects in AOCI related to our available-for-sale securities. Under this approach, a portion of the disproportionate tax effects is assigned to each individual security lot at the date the amount becomes lodged. When the individual securities are sold, mature, or are otherwise impaired on an other-than-temporary basis, the assigned portion of the disproportionate tax effect is reclassified from AOCI to income from continuing operations.

Interim Tax Calculation Method

We use the estimated annual effective tax rate method in computing our interim tax provision. Certain items, including those deemed to be unusual, infrequent or that cannot be reliably estimated, are excluded from the estimated annual effective tax rate. In these cases, the actual tax expense or benefit is reported in the same period as the related item. Certain tax effects are also not reflected in the estimated annual effective tax rate, primarily certain changes in the realizability of deferred tax assets and uncertain tax positions, and are recorded in the period in which the change occurs. While certain impacts of the Tax Act are included in our annual effective tax rate, we continue to refine our calculations as additional information becomes available, which may result in changes to the estimated annual effective tax rate.

Interim Tax Expense (Benefit)

For the three-month period ended March 31, 2018, the effective tax rate on income from continuing operations was 22.6 percent. The effective tax rate on income from continuing operations differs from the statutory tax rate of 21 percent primarily due to tax charges related to income in our foreign operations taxed at statutory tax rates higher than 21 percent, tax on GILTI earned by certain foreign subsidiaries, valuation allowance activity related to certain foreign subsidiaries and non-deductible transfer pricing charges, partially offset by tax benefits associated with tax exempt income, reclassifications from accumulated other comprehensive income to income from continuing operations related to the disposal of available for sale securities and excess tax deductions related to share based compensation payments recorded through the income statement in accordance with ASU 2016-09.

For the three-month period ended March 31, 2017, the effective tax rate on income from continuing operations was 29.9 percent. The effective tax rate on income from continuing operations differs from the statutory tax rate of 35 percent primarily due to tax benefits associated with tax exempt income, reclassifications from accumulated other comprehensive income to income from continuing operations related to the disposal of available for sale securities and excess tax deductions related to share based compensation payments recorded through the income statement in accordance with ASU 2016-09, partially offset by tax charges related to the disposition of subsidiaries and non-deductible transfer pricing charges.

As a result of the Tax Act, the majority of accumulated foreign earnings that were previously untaxed are subject to a one-time deemed repatriation tax. Going forward, certain foreign earnings of our foreign affiliates will be exempt from U.S. tax upon repatriation. Notwithstanding the changes, U.S. tax on foreign exchange gain or loss and certain non-U.S. withholding taxes will continue to be applicable upon future repatriations of foreign earnings. For the period ended March 31, 2018, we still consider our foreign earnings with respect to certain operations in Canada, South Africa, the Far East, Latin America, Bermuda as well as the European, Asia Pacific and Middle East regions to be indefinitely reinvested. These earnings relate to ongoing operations and have been reinvested in active business operations. Deferred taxes, if necessary, have been provided on earnings of non-U.S. affiliates whose earnings are not indefinitely reinvested.

Assessment of Deferred Tax Asset Valuation Allowance

The evaluation of the recoverability of our deferred tax asset and the need for a valuation allowance requires us to weigh all positive and negative evidence to reach a conclusion that it is more likely than not that all or some portion of the deferred tax asset will not be realized. The weight given to the evidence is commensurate with the extent to which it can be objectively verified. The more negative evidence that exists, the more positive evidence is necessary and the more difficult it is to support a conclusion that a valuation allowance is not needed.

Our framework for assessing the recoverability of the deferred tax asset requires us to consider all available evidence, including:

- the nature, frequency, and amount of cumulative financial reporting income and losses in recent years;
- the sustainability of recent operating profitability of our subsidiaries;
- the predictability of future operating profitability of the character necessary to realize the net deferred tax asset;
- the carryforward period for the net operating loss, capital loss and foreign tax credit carryforwards, including the effect of reversing taxable temporary differences; and
- prudent and feasible actions and tax planning strategies that would be implemented, if necessary, to protect against the loss of the deferred tax asset.

In performing our assessment of the recoverability of the deferred tax asset under this framework, we consider tax laws governing the utilization of the net operating loss, capital loss and foreign tax credit carryforwards in each applicable jurisdiction. Under U.S. tax law, a company generally must use its net operating loss carryforwards before it can use its foreign tax credit carryforwards, even though the carryforward period for the foreign tax credit is shorter than for the net operating loss. Our U.S. federal consolidated income tax group includes both life companies and non-life companies. While the U.S. taxable income of our non-life companies can be offset by our net operating loss carryforwards, only a portion (no more than 35 percent) of the U.S. taxable income of our life companies can be offset by those net operating loss carryforwards. The remaining tax liability of our life companies can be offset by the foreign tax credit carryforwards. Accordingly, we utilize both the net operating loss and foreign tax credit carryforwards concurrently which enables us to realize our tax attributes prior to expiration. As of March 31, 2018, based on all available evidence, it is more likely than not that the U.S. net operating loss and foreign tax credit carryforwards will be utilized prior to expiration and, thus, no valuation allowance has been established.

Estimates of future taxable income, including income generated from prudent and feasible actions and tax planning strategies could change in the near term, perhaps materially, which may require us to consider any potential impact to our assessment of the recoverability of the deferred tax asset. Such potential impact could be material to our consolidated financial condition or results of operations for an individual reporting period.

For the three-month period ended March 31, 2018, recent changes in market conditions, including rising interest rates, impacted the unrealized tax gains and losses in the U.S. Life Insurance Companies' available for sale securities portfolio, resulting in a deferred tax asset related to net unrealized tax capital losses. The deferred tax asset relates to the unrealized losses for which the carryforward period has not yet begun, and as such, when assessing its recoverability, we consider our ability and intent to hold the underlying securities to recovery. As of March 31, 2018, based on all available evidence, we concluded no valuation allowance is necessary in the U.S. Life Insurance Companies' available for sale securities portfolio.

For the three-month period ended March 31, 2018, recent changes in market conditions, including rising interest rates, impacted the unrealized tax gains and losses in the U.S. Non-Life Companies' available for sale securities portfolio, resulting in a decrease to the deferred tax liability related to net unrealized tax capital gains. As of March 31, 2018, we continue to be in an overall unrealized tax gain position with respect to the U.S. Non-Life Companies' available for sale securities portfolio and thus concluded no valuation allowance is necessary in the U.S. Non-Life Companies' available for sale securities portfolio.

For the three-month period ended March 31, 2018, we recognized a net increase of $30 million in our deferred tax asset valuation allowance associated with certain foreign jurisdictions, primarily attributable to current year activity.

Tax Examinations and Litigation

On August 1, 2012, we filed a motion for partial summary judgment related to the disallowance of foreign tax credits associated with cross border financing transactions in the Southern District of New York. The Southern District of New York denied our summary judgment motion and upon AIG's appeal, the U.S. Court of Appeals for the Second Circuit (the Second Circuit) affirmed the denial. AIG's petition for certiorari to the U.S. Supreme Court from the decision of the Second Circuit was denied on March 7, 2016. As a result, the case has been remanded back to the Southern District of New York for a jury trial.

In January 2018, the parties reached non-binding agreements in principle on issues presented in the dispute and are currently reviewing the computations reflecting the settlement terms. The resolution is not final and is subject to various reviews. The litigation has been stayed pending the outcome of the review process. We can provide no assurance regarding the outcome of any such litigation or whether binding compromised settlements with the parties will ultimately be reached. We currently believe that we have adequate reserves for the potential liabilities that may result from these matters.

Accounting for Uncertainty in Income Taxes

At both March 31, 2018 and December 31, 2017, our unrecognized tax benefits, excluding interest and penalties were $4.7 billion. At March 31, 2018 and December 31, 2017, our unrecognized tax benefits related to tax positions that, if recognized, would not affect the effective tax rate because they relate to such factors as the timing, rather than the permissibility, of the deduction were $52 million and $28 million, respectively. Accordingly, at both March 31, 2018 and December 31, 2017, the amounts of unrecognized tax benefits that, if recognized, would favorably affect the effective tax rate were $4.7 billion.

Interest and penalties related to unrecognized tax benefits are recognized in income tax expense. At March 31, 2018 and December 31, 2017, we had accrued liabilities of $2.1 billion and $2.0 billion, respectively, for the payment of interest (net of the federal benefit) and penalties. For the three-month periods ended March 31, 2018 and 2017, we accrued expense (benefit) of $54 million and $17 million, respectively, for the payment of interest and penalties.

We believe it is reasonably possible that our unrecognized tax benefits could decrease within the next 12 months by as much as $3.9 billion, principally as a result of potential resolutions or settlements of prior years' tax items. The prior years' tax items include unrecognized tax benefits related to the deductibility of certain expenses and matters related to cross border financing transactions.

15. Information Provided in Connection with Outstanding Debt

The following Condensed Consolidating Financial Statements reflect the results of AIG Life Holdings, Inc. (AIGLH), a holding company and a wholly owned subsidiary of AIG. AIG provides a full and unconditional guarantee of all outstanding debt of AIGLH.

Condensed Consolidating Balance Sheets

(in millions)	American International Group, Inc. (As Guarantor)	AIGLH	Other Subsidiaries	Reclassifications and Eliminations
March 31, 2018				
Assets:				
Short-term investments[(a)]	**$ 6,031**	**$ -**	**$ 11,764**	**$ (3,179)**
Other investments[(b)]	**4,814**	**-**	**302,945**	**-**
Total investments	**10,845**	**-**	**314,709**	**(3,179)**
Cash	**4**	**5**	**2,094**	**-**
Loans to subsidiaries[(c)]	**34,747**	**-**	**579**	**(35,326)**
Investment in consolidated subsidiaries[(c)]	**37,224**	**28,741**	**-**	**(65,965)**
Other assets, including deferred income taxes[(d)]	**15,932**	**166**	**160,755**	**(2,188)**
Total assets	**$ 98,752**	**$ 28,912**	**$ 478,137**	**$ (106,658)**
Liabilities:				
Insurance liabilities	**$ -**	**$ -**	**$ 284,657**	**$ -**
Long-term debt	**23,038**	**642**	**9,939**	**-**
Other liabilities, including intercompany balances[(b)]	**12,343**	**133**	**110,443**	**(5,409)**
Loans from subsidiaries[(c)]	**579**	**-**	**34,749**	**(35,328)**
Total liabilities	**35,960**	**775**	**439,788**	**(40,737)**
Total AIG shareholders' equity	**62,792**	**28,137**	**37,784**	**(65,921)**
Non-redeemable noncontrolling interests	**-**	**-**	**565**	**-**
Total equity	**62,792**	**28,137**	**38,349**	**(65,921)**
Total liabilities and equity	**$ 98,752**	**$ 28,912**	**$ 478,137**	**$ (106,658)**
December 31, 2017				
Assets:				
Short-term investments[(a)]	$ 2,541	$ -	$ 11,559	$ (3,714)
Other investments[(b)]	6,004	-	305,902	-
Total investments	8,545	-	317,461	(3,714)
Cash	3	20	2,339	-
Loans to subsidiaries[(c)]	35,004	-	517	(35,521)
Investment in consolidated subsidiaries[(c)]	40,135	30,359	-	(70,494)
Other assets, including deferred income taxes[(d)]	16,016	170	159,594	(2,133)

Total assets	$ 99,703	$30,549	$ 479,911	$ (111,862)
Liabilities:				
Insurance liabilities	$ -	$ -	$ 282,105	$ -
Long-term debt	21,557	642	9,441	-
Other liabilities, including intercompany balances(b)	12,458	143	112,275	(6,028)
Loans from subsidiaries(c)	517	-	35,004	(35,521)
Total liabilities	34,532	785	438,825	(41,549)
Total AIG shareholders' equity	65,171	29,764	40,549	(70,313)
Non-redeemable noncontrolling interests	-	-	537	-
Total equity	65,171	29,764	41,086	(70,313)
Total liabilities and equity	$ 99,703	$30,549	$ 479,911	$ (111,862)

(a) At March 31, 2018, includes restricted cash of $15 million and $32 million for American International Group, Inc. (As Guarantor) and Other Subsidiaries, respectively. At December 31, 2017, includes restricted cash of $4 million and $54 million for American International Group, Inc. (As Guarantor) and Other Subsidiaries, respectively.

(b) Includes intercompany derivative positions, which are reported at fair value before credit valuation adjustment.

(c) Eliminated in consolidation.

(d) At March 31, 2018, includes restricted cash of $1 million and $220 million for American International Group, Inc. (As Guarantor) and Other Subsidiaries, respectively. At December 31, 2017, includes restricted cash of $1 million and $316 million for American International Group, Inc. (As Guarantor) and Other Subsidiaries, respectively.

Condensed Consolidating Statements of Income

(in millions)	American International Group, Inc. (As Guarantor)	AIGLH	Other Subsidiaries	Reclass Elir
Three Months Ended March 31, 2018				
Revenues:				
Equity in earnings of consolidated subsidiaries*	$ 1,033	$ 722	$ -	$
Other income	258	-	11,512	
Total revenues	1,291	722	11,512	
Expenses:				
Interest expense	220	12	48	
Gain on extinguishment of debt	-	-	4	
Other expenses	152	1	10,106	
Total expenses	372	13	10,158	
Income (loss) from continuing operations before income tax expense (benefit)	919	709	1,354	
Income tax expense (benefit)	(19)	3	293	
Income (loss) from continuing operations	938	706	1,061	
Loss from discontinued operations, net of income taxes	-	-	(1)	
Net income (loss)	938	706	1,060	
Less:				
Net income (loss) from continuing operations attributable to noncontrolling interests	-	-	11	
Net income (loss) attributable to AIG	$ 938	$ 706	$ 1,049	$
Three Months Ended March 31, 2017				
Revenues:				
Equity in earnings of consolidated subsidiaries*	$ 1,462	$ 600	$ -	$
Other income	196	-	12,382	
Total revenues	1,658	600	12,382	
Expenses:				
Interest expense	242	12	46	
Loss on extinguishment of debt	-	-	(1)	
Other expenses	335	1	10,325	
Total expenses	577	13	10,370	
Income (loss) from continuing operations before income tax expense (benefit)	1,081	587	2,012	
Income tax expense (benefit)	(104)	(4)	624	
Income (loss) from continuing operations	1,185	591	1,388	
Net income (loss)	1,185	591	1,388	

Less:				
Net income (loss) from continuing operations attributable to noncontrolling interests		-	-	26
Net income (loss) attributable to AIG	$	1,185 $	591 $	1,362 $

* Eliminated in consolidation.

Condensed Consolidating Statements of Comprehensive Income

(in millions)	American International Group, Inc. (As Guarantor)	AIGLH	Other Subsidiaries	Recla E
Three Months Ended March 31, 2018				
Net income (loss)	**$ 938**	**$ 706**	**$ 1,060**	**$**
Other comprehensive income (loss)	**(2,669)**	**4,950**	**14,655**	
Comprehensive income (loss)	**(1,731)**	**5,656**	**15,715**	
Total comprehensive income attributable to noncontrolling interests	**-**	**-**	**11**	
Comprehensive income (loss) attributable to AIG	**$ (1,731)**	**$ 5,656**	**$ 15,704**	**$**
Three Months Ended March 31, 2017				
Net income (loss)	$ 1,185	$ 591	$ 1,388	$
Other comprehensive income (loss)	551	4,660	51,030	
Comprehensive income (loss)	1,736	5,251	52,418	
Total comprehensive income attributable to noncontrolling interests	-	-	26	
Comprehensive income (loss) attributable to AIG	$ 1,736	$ 5,251	$ 52,392	$

Condensed Consolidating Statements of Cash Flows

(in millions)		American International Group, Inc. (As Guarantor)	AIGLH	Other Subsidiaries	Reclassifications and Eliminations
Three Months Ended March 31, 2018					
Net cash (used in) provided by operating activities	$	**9$**	**362$**	**(501)$**	**(808)$**
Cash flows from investing activities:					
Sales of investments		**1,322**	**-**	**15,830**	**(2,681)**
Sales of divested businesses, net		**-**	**-**	**6**	**-**
Purchase of investments		**(39)**	**-**	**(15,405)**	**2,681**
Loans to subsidiaries - net		**422**	**-**	**(60)**	**(362)**
Contributions from (to) subsidiaries - net		**153**	**-**	**-**	**(153)**
Net change in short-term investments		**(2,460)**	**-**	**(580)**	**-**
Other, net		**(79)**	**-**	**(567)**	**-**
Net cash (used in) investing activities		**(681)**	**-**	**(776)**	**(515)**
Cash flows from financing activities:					
Issuance of long-term debt		**2,472**	**-**	**567**	**-**
Repayments of long-term debt		**(1,107)**	**-**	**(220)**	**-**
Purchase of common stock		**(298)**	**-**	**-**	**-**
Intercompany loans - net		**60**	**-**	**(422)**	**362**
Cash dividends paid		**(289)**	**(377)**	**(431)**	**808**
Other, net		**(154)**	**-**	**1,362**	**153**
Net cash (used in) provided by financing activities		**684**	**(377)**	**856**	**1,323**
Effect of exchange rate changes on cash and restricted cash		**-**	**-**	**58**	**-**
Change in cash and restricted cash		**12**	**(15)**	**(363)**	**-**
Cash and restricted cash at beginning of year		**8**	**20**	**2,709**	**-**
Cash and restricted cash at end of period	$	**20$**	**5$**	**2,346$**	**-$**
Three Months Ended March 31, 2017					
Net cash (used in) provided by operating activities	$	651$	(23)$	(10,915)$	(49)$
Cash flows from investing activities:					
Sales of investments		2,699	-	26,482	(2,482)
Sales of divested businesses, net		-	-	24	-
Purchase of investments		(890)	-	(14,769)	2,482
Loans to subsidiaries - net		(56)	-	183	(127)
Contributions from (to) subsidiaries - net		206	-	-	(206)
Net change in short-term investments		1,477	-	(227)	-
Other, net		(5)	-	(292)	-
Net cash (used in) provided by investing activities		3,431	-	11,401	(333)

Cash flows from financing activities:					
Issuance of long-term debt		-	-	151	-
Repayments of long-term debt		-	-	(602)	-
Purchase of common stock		(3,585)	-	-	-
Intercompany loans - net		(183)	-	56	127
Cash dividends paid		(307)	-	(49)	49
Other, net		-	-	89	206
Net cash (used in) provided by financing activities		(4,075)	-	(355)	382
Effect of exchange rate changes on cash and restricted cash		-	-	(82)	-
Change in cash and restricted cash		7	(23)	49	-
Cash and restricted cash at beginning of year		3	34	2,070	-
Change in cash of businesses held for sale		-	-	52	-
Cash and restricted cash at end of period	$	10$	11$	2,171$	-$

Supplementary Disclosure of Condensed Consolidating Cash Flow Information

(in millions)		American International Group, Inc. (As Guarantor)	AIGLH	Other Subsidiaries	Reclassifications and Eliminations
March 31, 2018					
Cash	**$**	**4$**	**5$**	**2,094$**	
Restricted cash included in Short-term investments		**15**	**-**	**32**	
Restricted cash included in Other assets		**1**	**-**	**220**	
Total cash and restricted cash shown in the Condensed Consolidating Statements of Cash Flows	**$**	**20$**	**5$**	**2,346$**	
Cash (paid) received during the 2018 period for:					
Interest:					
Third party	**$**	**(260)$**	**-$**	**(97)$**	
Intercompany		**-**	**-**	**-**	
Taxes:					
Income tax authorities	**$**	**(9)$**	**-$**	**(19)$**	
Intercompany		**403**	**-**	**(403)**	
March 31, 2017					
Cash	$	2$	11$	1,905$	
Restricted cash included in Short-term investments		7	-	54	
Restricted cash included in Other assets		1	-	212	
Total cash and restricted cash shown in the Condensed Consolidating Statements of Cash Flows	$	10$	11$	2,171$	
Cash (paid) received during the 2017 period for:					
Interest:					
Third party	$	(288)$	(23)$	(43)$	
Intercompany		-	-	-	
Taxes:					
Income tax authorities	$	(14)$	-$	(54)$	
Intercompany		1,090	-	(1,090)	

American International Group, Inc. (As Guarantor) Supplementary Disclosure of Non-Cash Activities:

Three Months Ended March 31,				
(in millions)		**2018**		2017
Intercompany non-cash financing and investing activities:				
Capital contributions	**$**	**2,339**	$	198

Dividends received in the form of securities	**60**	150
Return of capital	**2,706**	-

16. Subsequent Events

Dividends Declared

On May 2, 2018, our Board of Directors declared a cash dividend on AIG Common Stock of $0.32 per share, payable on June 28, 2018 to shareholders of record on June 14, 2018.

ITEM 2 | Management's Discussion and Analysis of Financial Condition and Results of Operations

Glossary and Acronyms of Selected Insurance Terms and References

Throughout this Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A), we use certain terms and abbreviations, which are summarized in the Glossary and Acronyms.

American International Group, Inc. (AIG) has incorporated into this discussion a number of cross-references to additional information included throughout this Quarterly Report on Form 10-Q and in our Annual Report on Form 10-K for the year ended December 31, 2017 (the 2017 Annual Report) to assist readers seeking additional information related to a particular subject.

In this Quarterly Report on Form 10-Q, unless otherwise mentioned or unless the context indicates otherwise, we use the terms "AIG," the "Company," "we," "us" and "our" to refer to American International Group, Inc., a Delaware corporation, and its consolidated subsidiaries. We use the term "AIG Parent" to refer solely to American International Group, Inc., and not to any of its consolidated subsidiaries.

Cautionary Statement Regarding Forward-Looking Information

This Quarterly Report on Form 10-Q and other publicly available documents may include, and officers and representatives of AIG may from time to time make and discuss, projections, goals, assumptions and statements that may constitute "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These projections, goals, assumptions and statements are not historical facts but instead represent only a belief regarding future events, many of which, by their nature, are inherently uncertain and outside our control. These projections, goals, assumptions and statements include statements preceded by, followed by or including words such as "will," "believe," "anticipate," "expect," "intend," "plan," "focused on achieving," "view," "target," "goal" or "estimate." These projections, goals, assumptions and statements may relate to future actions, prospective services or products, future performance or results of current and anticipated services or products, sales efforts, expenses, the outcome of contingencies such as legal proceedings, anticipated organizational, business or regulatory changes, anticipated sales, monetization and/or acquisitions of businesses or assets, management succession and retention plans, exposure to risk, trends in operations and financial results.

It is possible that our actual results and financial condition will differ, possibly materially, from the results and financial condition indicated in these projections, goals, assumptions and statements. Factors that could cause our actual results to differ, possibly materially, from those in the specific projections, goals, assumptions and statements include:

- changes in market and industry conditions;
- negative impacts on customers, business partners and other stakeholders;
- the occurrence of catastrophic events, both natural and man-made;
- disruptions in the availability of our electronic data systems or those of third parties;
- our ability to successfully manage Legacy portfolios;
- concentrations in our investment portfolios;
- actions by credit rating agencies;

- our ability to successfully reorganize our businesses, as well as improve profitability, without negatively impacting client relationships or our competitive position;
- our ability to successfully dispose of, monetize and/or acquire businesses or assets, including our ability to successfully consummate the purchase of Validus Holdings, Ltd.;
- changes in judgments concerning insurance underwriting and insurance liabilities;
- changes in judgments concerning potential cost saving opportunities;
- the impact of potential information technology, cybersecurity or data security breaches, including as a result of cyber-attacks or security vulnerabilities;
- the requirements, which may change from time to time, of the global regulatory framework to which we are subject, including as a global systemically important insurer (G SII);
- significant legal, regulatory or governmental proceedings;
- changes in judgments concerning the recognition of deferred tax assets; and
- such other factors discussed in:

– Part I, Item 2. MD&A of this Quarterly Report on Form 10-Q;

– Part I, Item 1A. Risk Factors and Part II, Item 7. MD&A of the 2017 Annual Report.

We are not under any obligation (and expressly disclaim any obligation) to update or alter any projections, goals, assumptions or other statements, whether written or oral, that may be made from time to time, whether as a result of new information, future events or otherwise.

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Use of Non-GAAP Measures

Throughout this MD&A, we present our financial condition and results of operations in the way we believe will be most meaningful and representative of our business results. Some of the measurements we use are "non GAAP financial measures" under Securities and Exchange Commission rules and regulations. GAAP is the acronym for "generally accepted accounting principles" in the United States. The non GAAP financial measures we present may not be comparable to similarly named measures reported by other companies.

Book value per common share, excluding accumulated other comprehensive income (AOCI) and Book value per common share, excluding AOCI and deferred tax assets (DTA) (Adjusted book value per common share) are used to show the amount of our net worth on a per-share basis. We believe these measures are useful to investors because they eliminate items that can fluctuate significantly from period to period, including changes in fair value of our available for sale securities portfolio, foreign currency translation adjustments and U.S. tax attribute deferred tax assets. These measures also eliminate the asymmetrical impact resulting from changes in fair value of our available for sale securities portfolio wherein there is largely no offsetting impact for certain related insurance liabilities. We exclude deferred tax assets representing U.S. tax attributes related to net operating loss carryforwards and foreign tax credits as they have not yet been utilized. Amounts for interim periods are estimates based on projections of full-year attribute utilization. As net operating loss carryforwards and foreign tax credits are utilized, the portion of the DTA utilized is included in these book value per common share metrics. Book value per common share excluding AOCI, is derived by dividing total AIG shareholders' equity, excluding AOCI, by total common shares outstanding. Adjusted book value per common share is derived by dividing total AIG shareholders' equity, excluding AOCI and DTA (Adjusted Shareholders' Equity), by total common shares outstanding. The reconciliation to book value per common share, the most comparable GAAP measure, is presented in the Executive Summary section of this MD&A.

Return on equity – Adjusted after-tax income excluding AOCI and DTA (Adjusted return on equity) is used to show the rate of return on shareholders' equity. We believe this measure is useful to investors because it eliminates items that can fluctuate significantly from period to period, including changes in fair value of our available for sale securities portfolio, foreign currency translation adjustments and U.S. tax attribute deferred tax assets. This measure also eliminates the asymmetrical impact resulting from changes in fair value of our available for sale securities portfolio wherein there is largely no offsetting impact for certain related insurance liabilities. We exclude deferred tax assets representing U.S. tax attributes related to net operating loss carryforwards and foreign tax credits as they have not yet been utilized. Amounts for interim periods are estimates based on projections of full-year attribute utilization. As net operating loss carryforwards and foreign tax credits are utilized, the portion of the DTA utilized is included in Adjusted return on equity. Adjusted return on equity is derived by dividing actual or annualized adjusted after-tax income attributable to AIG by average Adjusted Shareholders' Equity. The reconciliation to return on equity, the most comparable GAAP measure, is presented in the Executive Summary section of this MD&A.

Adjusted after-tax income attributable to AIG is derived by excluding the tax effected adjusted pre-tax income (APTI) adjustments described below and the following tax items from net income attributable to AIG:

- deferred income tax valuation allowance releases and charges;

- changes in uncertain tax positions and other tax items related to legacy matters having no relevance to our current businesses or operating performance; and

- net tax charge related to the enactment of the Tax Cuts and Jobs Act (Tax Act).

We use the following operating performance measures because we believe they enhance the understanding of the underlying profitability of continuing operations and trends of our business segments. We believe they also allow for more meaningful comparisons with our insurance competitors. When we use these measures, reconciliations to the most comparable GAAP measure are provided on a consolidated basis in the Consolidated Results of Operations section of this MD&A.

Adjusted revenues exclude Net realized capital gains (losses), income from non-operating litigation settlements (included in Other income for GAAP purposes) and changes in fair value of securities used to hedge guaranteed living benefits (included in Net investment income for GAAP purposes). Adjusted revenues is a GAAP measure for our operating segments.

Adjusted pre-tax income is derived by excluding the items set forth below from income from continuing operations before income tax. This definition is consistent across our segments. These items generally fall into one or more of the following broad categories: legacy matters having no relevance to our current businesses or operating performance; adjustments to enhance transparency to the underlying economics of transactions; and measures that we believe to be common to the industry. APTI is a GAAP measure for our segments. Excluded items include the following:

- changes in fair value of securities used to hedge guaranteed living benefits;
- changes in benefit reserves and deferred policy acquisition costs (DAC), value of business acquired (VOBA), and sales inducement assets (SIA) related to net realized capital gains and losses;
- loss (gain) on extinguishment of debt;
- all net realized capital gains and losses except earned income (periodic settlements and changes in settlement accruals) on derivative instruments used for non-qualifying (economic) hedging or for asset replication. Earned income on such economic hedges is reclassified from net realized capital gains and losses to specific APTI line items based on the economic risk being hedged (e.g. net investment income and interest credited to policyholder account balances);
- income or loss from discontinued operations;
- net loss reserve discount benefit (charge);
- pension expense related to a one-time lump sum payment to former employees;
- income and loss from divested businesses;
- non-operating litigation reserves and settlements;
- restructuring and other costs related to initiatives designed to reduce operating expenses, improve efficiency and simplify our organization; and
- the portion of favorable or unfavorable prior year reserve development for which we have ceded the risk under retroactive reinsurance agreements and related changes in amortization of the deferred gain.

- ***General Insurance***

– **Ratios:** We, along with most property and casualty insurance companies, use the loss ratio, the expense ratio and the combined ratio as measures of underwriting performance. These ratios are relative measurements that describe, for every $100 of net premiums earned, the amount of losses and loss adjustment expenses (which for General Insurance excludes net loss reserve discount), and the amount of other underwriting expenses that would be incurred. A combined ratio of less than 100 indicates underwriting income and a combined ratio of over 100 indicates an underwriting loss. Our ratios are calculated using the relevant segment information calculated under GAAP, and thus may not be comparable to similar ratios calculated for regulatory reporting purposes. The underwriting environment varies across countries and products, as does the degree of litigation activity, all of which affect such ratios. In addition, investment returns, local taxes, cost of capital, regulation, product type and competition can have an effect on pricing and consequently on profitability as reflected in underwriting income and associated ratios.

– **Accident year loss and combined ratios, as adjusted:** both the accident year loss and combined ratios, as adjusted, exclude catastrophe losses and related reinstatement premiums, prior year development, net of premium adjustments, and the impact of reserve discounting. Natural and man-made catastrophe losses are generally weather or seismic events having a net impact on AIG in excess of $10 million each and also include certain man-made events, such as terrorism and civil disorders that meet the $10 million threshold. We believe the as adjusted ratios are meaningful measures of our underwriting results on an ongoing basis as they exclude catastrophes and the impact of reserve discounting which are outside of management's control. We also exclude prior year development to provide transparency related to current accident year results.

- ***Life and Retirement***

– **Premiums and deposits:** includes direct and assumed amounts received and earned on traditional life insurance policies, group benefit policies and life contingent payout annuities, as well as deposits received on universal life, investment type annuity contracts, Federal Home Loan Bank (FHLB) funding agreements and mutual funds.

Results from discontinued operations are excluded from all of these measures.

Critical Accounting Estimates

The preparation of financial statements in accordance with GAAP requires the application of accounting policies that often involve a significant degree of judgment.

The accounting policies that we believe are most dependent on the application of estimates and assumptions, which are critical accounting estimates, are related to the determination of:

- loss reserves;
- reinsurance assets;
- valuation of future policy benefit liabilities and timing and extent of loss recognition;
- valuation of liabilities for guaranteed benefit features of variable annuity products;
- estimated gross profits to value deferred acquisition costs for investment-oriented products;
- impairment charges, including other-than-temporary impairments on available for sale securities, impairments on other invested assets, including investments in life settlements, and goodwill impairment;
- liability for legal contingencies;
- fair value measurements of certain financial assets and liabilities; and
- income tax assets and liabilities, including recoverability of our net deferred tax asset and the predictability of future tax operating profitability of the character necessary to realize the net deferred tax asset and provisional estimates associated with the Tax Act.

These accounting estimates require the use of assumptions about matters, some of which are highly uncertain at the time of estimation. To the extent actual experience differs from the assumptions used, our consolidated financial condition, results of operations and cash flows could be materially affected.

For a complete discussion of our critical accounting estimates, see Part II, Item 7. MD&A — Critical Accounting Estimates in the 2017 Annual Report.

Executive Summary

Overview

This overview of the MD&A highlights selected information and may not contain all of the information that is important to current or potential investors in our securities. You should read this Quarterly Report on Form 10-Q, together with the 2017 Annual Report, in their entirety for a more detailed description of events, trends, uncertainties, risks and critical accounting estimates affecting us.

On January 21, 2018, we entered into an agreement to purchase Validus Holdings, Ltd. (Validus), a leading provider of reinsurance, primary insurance, and asset management services, for $5.6 billion in cash. This transaction strengthens our global General Insurance business by expanding our current product portfolio through additional distribution channels and advancing the tools available to enhance underwriting. The transaction is expected to close mid-2018 and is subject to obtaining the relevant regulatory approvals and other customary closing conditions.

In February 2018, we closed a series of affiliated reinsurance transactions impacting the Legacy Portfolio. These transactions were designed to consolidate the bulk of the Legacy Insurance Run-Off Lines into a single legal entity, DSA Reinsurance Company, Ltd. (DSA Re), a Bermuda domiciled composite reinsurer, 100 percent owned by AIG. The transactions include the cession of approximately $31 billion of reserves from the Legacy Life and Retirement Run-off Lines and approximately $5 billion of reserves from the Legacy General Insurance Run-off Lines relating to business written by multiple AIG legal entities. This represented over 80 percent of the insurance reserves in the Legacy Portfolio. DSA Re has approximately $45 billion of invested assets, managed by AIG Investments, and is AIG's main run-off reinsurer with its own dedicated management team.

AIG'S OPERATING STRUCTURE

Our Core businesses include General Insurance, Life and Retirement and Other Operations. General Insurance consists of two operating segments – North America and International. Life and Retirement consists of four operating segments – Individual Retirement, Group Retirement, Life Insurance and Institutional Markets. Blackboard U.S. Holdings, Inc. (Blackboard), AIG's technology-driven subsidiary, is reported within Other Operations. We also report a Legacy Portfolio consisting of our run-off insurance lines and legacy investments that we consider non-core. Effective in the first quarter of 2018, our newly formed Bermuda domiciled composite reinsurer, DSA Re is included in our Legacy Portfolio.

Consistent with how we now manage our business, our General Insurance North America operating segment primarily includes insurance businesses in the United States, Canada and Bermuda. Our General Insurance International operating segment includes insurance businesses in Japan, the United Kingdom, Europe, the Asia Pacific region, Latin America, Puerto Rico, Australia, the Middle East and Africa. General Insurance results are presented before consideration of internal reinsurance agreements.

ITEM 2 | **Executive Summary**

Business Segments

General Insurance

General Insurance is a leading provider of insurance products and services for commercial and personal insurance customers. It includes one of the world's most far-reaching property casualty networks. General Insurance offers a broad range of products to customers through a diversified, multichannel distribution network. Customers value General Insurance's strong capital position, extensive risk management and claims experience and its ability to be a market leader in critical lines of the insurance business.

General Insurance includes the following major operating companies: National Union Fire Insurance Company of Pittsburgh, Pa. (National Union); American Home Assurance Company (American Home);

Life and Retirement

Life and Retirement is a unique franchise that brings together a broad portfolio of life insurance, retirement and institutional products offered through an extensive, multichannel distribution network. It holds long-standing, leading market positions in many of the markets it serves in the U.S. With its strong capital position, customer-focused service, breadth of product expertise and deep distribution relationships across multiple channels, Life and Retirement is well positioned to serve growing market needs.

Life and Retirement includes the following major operating companies: American General Life Insurance Company (American General Life); The Variable Annuity Life Insurance Company (VALIC), The United States Life Insurance Company in the City of New York (U.S. Life), Laya Healthcare

Lexington Insurance Company (Lexington); AIG General Insurance Company, Ltd. (AIG Sonpo); AIG Asia Pacific Insurance, Pte, Ltd. and AIG Europe Limited.	Limited and AIG Life Limited.
Other Operations	**Legacy Portfolio**
Other Operations consists of businesses and items not attributed to our General Insurance and Life and Retirement segments or our Legacy Portfolio. It includes AIG Parent; Blackboard; AIG Fuji Life Insurance Company, Ltd. (Fuji Life), which was sold on April 30, 2017; deferred tax assets related to tax attributes; corporate expenses and intercompany eliminations.	**Legacy Portfolio** includes Legacy General Insurance Run-Off Lines, Legacy Life and Retirement Run-Off Lines and Legacy Investments. Effective February 2018, DSA Re is included in our Legacy Portfolio.

ITEM 2 | **Executive Summary**

Financial Performance Summary

Net Income Attributable To AIG

Three Months Ended March 31,

($ in millions)

2018 and 2017 Comparison

Decreased due to:

- a decrease in net investment income driven by lower income from alternative investments, primarily hedge funds, losses on securities for which the fair value option was elected compared to gains in the first quarter of 2017, lower invested assets resulting from the funding of the adverse development reinsurance agreement with NICO late in the first quarter 2017 and the sale of the life settlements portfolio in 2017;

- higher losses and loss adjustment expenses incurred from General Insurance operations, reflecting higher catastrophe losses and higher accident year losses, partially offset by pre-tax favorable prior year loss reserve development in the first quarter of 2018 compared to unfavorable prior year loss reserve development in the first quarter of 2017 mainly resulting from the reduction in Ogden discount rate during the first quarter of 2017; and

- lower adjusted pre-tax income from the Legacy Portfolio.

This decrease was partially offset by:

- lower general operating and other expenses;

- gains on sale of divested businesses in the first quarter of 2018 compared to losses on sale of divested businesses in the first quarter of 2017; and
- lower net realized capital losses.

For further discussion see Consolidated Results of Operations.

ITEM 2 | **Executive Summary**

Adjusted Pre-Tax Income*

Three Months Ended March 31,

($ in millions)

2018 and 2017 Comparison

Decreased due to:

- a decrease in net investment income driven by lower income from alternative investments, primarily hedge funds, losses on securities for which the fair value option was elected compared to gains in the first quarter of 2017, lower invested assets resulting from the funding of the adverse development reinsurance agreement with NICO late in the first quarter 2017 and the sale of the life settlements portfolio in 2017;
- higher losses and loss adjustment expenses incurred from General Insurance operations, reflecting higher catastrophe losses and higher accident year losses, partially offset by pre-tax favorable prior year loss reserve development in the first quarter of 2018 compared to unfavorable prior year loss reserve development in the first quarter of 2017 mainly resulting from the reduction in Ogden discount rate during the first quarter of 2017; and
- lower adjusted pre-tax income from the Legacy Portfolio.

This decrease was partially offset by lower general operating and other expenses.

For further discussion see Consolidated Results of Operations.

* Non-GAAP measure – *for reconciliation of Non-GAAP to GAAP measures see Consolidated Results of Operations*.

General Operating and Other Expenses

Three Months Ended March 31,

($ in millions)

2018 and 2017 Comparison

Declined $172 million due to lower employee-related expenses and professional fee reductions related to our ongoing efficiency program, divestiture of Fuji Life and an unfavorable foreign exchange impact of $48 million.

In keeping with our broad and ongoing efforts to transform for long-term competitiveness, general operating and other expenses for the first quarters of 2018 and 2017 included approximately $24 million and $181 million of pre-tax restructuring and other costs, respectively, which were primarily comprised of employee severance charges.

We continue to execute initiatives focused on organizational simplification, operational efficiency, and business rationalization.

ITEM 2 | **Executive Summary**

Return on Equity

Adjusted Return on Equity*

* Non-GAAP measure – *for reconciliation of Non-GAAP to GAAP measures see Consolidated Results of Operations*.

Book Value Per Share

Book Value Per Share, excluding AOCI*

* Non-GAAP measure – *for reconciliation of Non-GAAP to GAAP measures see Consolidated Results of Operations*.

AIG's Outlook – Industry and economic factors

Our business is affected by industry and economic factors such as interest rates, currency exchange rates, credit and equity market conditions, catastrophic claims events, regulation, tax policy, competition, and general economic, market and political conditions. We continued to operate under difficult market conditions in the first quarter of 2018, characterized by factors such as historically low interest rates, uncertainties in the annuity marketplace resulting from legislative and regulatory initiatives aimed at re-evaluating the standard of care for sales of investment products and services, historically high levels of catastrophic events, slowing growth in China and Euro-Zone economies, and the UK's pending withdrawal from its membership in the European Union (the EU) (commonly referred to as Brexit). Brexit has also affected the U.S. dollar/British pound exchange rate and increased the volatility of exchange rates among the euro, British pound and the Japanese yen (the Major Currencies), which may continue for some time.

Impact of Changes in the Interest Rate Environment

Interest rates increased slightly in the first quarter of 2018 but remained low relative to historical levels. A sustained low interest rate environment negatively affects sales of interest rate sensitive products in our industry and may negatively impact the profitability of our existing business as we reinvest cash flows from investments, including increased calls and prepayments of fixed maturity securities and mortgage loans, at rates below the average yield of our existing portfolios. We actively manage our exposure to the interest rate environment through portfolio selection and asset-liability management, including spread management strategies for our investment-oriented products and economic hedging of interest rate risk from guarantee features in our variable and fixed index annuities.

Annuity Sales and Surrenders

The sustained low interest rate environment has a significant impact on the annuity industry. Low long-term interest rates put pressure on investment returns, which may negatively affect sales of interest rate sensitive products and reduce future profits on certain existing fixed rate products. However, our disciplined rate setting has helped to mitigate some of the pressure on investment spreads. As long as the low interest rate environment continues, conditions will be challenging for the fixed annuity market. Rapidly rising interest rates could create the potential for increased sales, but may also drive higher surrenders. Customers are, however, currently buying fixed annuities with surrender charge periods of four to seven years in pursuit of higher returns, which may help mitigate increased early surrenders in a rapidly rising rate environment. In addition, older contracts that have higher minimum interest rates and continue to be attractive to the contract holders have driven better than expected persistency in Fixed Annuities, although the reserves for such contracts have continued to decrease over time in amount and as a percentage of the total annuity portfolio. We will closely monitor surrenders of Fixed Annuities as contracts with lower minimum interest rates come out of the surrender charge period in a more attractive rate environment. Low interest rates have also driven growth in our fixed index annuity products, which provide additional interest crediting tied to favorable performance in certain equity market indices and the availability of guaranteed living benefits. Changes in interest rates significantly impact the valuation of our liabilities for annuities with guaranteed income features and the value of the related hedging portfolio.

Reinvestment and Spread Management

We actively monitor fixed income markets, including the level of interest rates, credit spreads and the shape of the yield curve. We also frequently review our interest rate assumptions and actively manage the crediting rates used for new and in-force business. Business strategies continue to evolve to maintain profitability of the overall business in a historically low interest rate environment. The low interest rate environment puts margin pressure on pricing of new business and on existing products, due to the challenge of investing new money or recurring premiums and deposits, and reinvesting investment portfolio cash flows, in the low interest rate environment. In addition, there is investment risk associated with future premium receipts from certain in force business. Specifically, the investment of these future premium receipts may be at a yield below that required to meet future policy liabilities.

The contractual provisions for renewal of crediting rates and guaranteed minimum crediting rates included in products may reduce spreads in a sustained low interest rate environment and thus reduce future profitability. Although this interest rate risk is partially mitigated through the asset liability management process, product design elements and crediting rate strategies, a sustained low interest rate environment may negatively affect future profitability.

For additional information on our investment and asset-liability management strategies see Investments.

For investment-oriented products in our Individual Retirement, Group Retirement, Life Insurance and Institutional Markets businesses, our spread management strategies include disciplined pricing and product design for new business, modifying or limiting the sale of products that do not achieve targeted spreads, using asset-liability management to match assets to liabilities to the extent practicable, and actively managing crediting rates to help mitigate some of the pressure on investment spreads. Renewal crediting rate management is done under contractual provisions that were designed to allow crediting rates to be reset at pre-established intervals in accordance with state and federal laws and subject to minimum crediting rate guarantees. We will continue to adjust crediting rates on in-force business to mitigate the pressure on spreads from declining base yields, but our ability to lower crediting rates may be limited by the competitive environment, contractual minimum crediting rates, and provisions that allow rates to be reset only at pre-established intervals.

Of the aggregate fixed account values of our Individual Retirement and Group Retirement annuity products, 72 percent were crediting at the contractual minimum guaranteed interest rate at March 31, 2018. The percentage of fixed account values of our annuity products that are currently crediting at rates above one percent was 69 percent at both March 31, 2018 and December 31, 2017. These businesses continue to focus on pricing discipline and strategies to reduce the minimum guaranteed interest crediting rates offered on new sales. In the core universal life business in our Life Insurance business, 72 percent of the account values were crediting at the contractual minimum guaranteed interest rate at March 31, 2018.

ITEM 2 | **Executive Summary**

The following table presents fixed annuity and universal life account values of our Individual Retirement, Group Retirement and Life Insurance operating segments by contractual minimum guaranteed interest rate and current crediting rates:

		Current Crediting Rates		
March 31, 2018		1-50 Basis	More than 50	
Contractual Minimum Guaranteed	At Contractual	Points Above	Basis Points	
Interest Rate	Minimum	Minimum	Above Minimum	
(in millions)	Guarantee	Guarantee	Guarantee	Total
Individual Retirement*				
1%	$ 5,322	$ 3,764	$ 12,779	$ 21,865
> 1% - 2%	6,647	72	2,928	9,647
> 2% - 3%	13,455	22	419	13,896
> 3% - 4%	10,046	44	7	10,097
> 4% - 5%	553	-	4	557
> 5% - 5.5%	34	-	5	39
Total Individual Retirement	$ 36,057	$ 3,902	$ 16,142	$ 56,101
Group Retirement*				
1%	$ 1,363	$ 3,439	$ 2,055	$ 6,857
> 1% - 2%	6,212	545	101	6,858
> 2% - 3%	15,375	-	81	15,456
> 3% - 4%	870	-	-	870
> 4% - 5%	7,107	-	-	7,107
> 5% - 5.5%	158	-	-	158
Total Group Retirement	$ 31,085	$ 3,984	$ 2,237	$ 37,306
Universal life insurance				
1%	$ -	$ -	$ 7	$ 7
> 1% - 2%	109	109	216	434
> 2% - 3%	625	473	905	2,003
> 3% - 4%	1,683	351	6	2,040
> 4% - 5%	3,206	218	-	3,424
> 5% - 5.5%	303	-	-	303
Total universal life insurance	$ 5,926	$ 1,151	$ 1,134	$ 8,211
Total	$ 73,068	$ 9,037	$ 19,513	$ 101,618
Percentage of total	72%	9%	19%	100%

* Individual Retirement and Group Retirement amounts shown include fixed options within variable annuity products.

General Insurance

The impact of low interest rates on our General Insurance segment is primarily on our long-tail Casualty line of business. We expect limited impacts on our existing long-tail Casualty business as the duration of our assets is slightly longer than that of our liabilities. Sustained low interest rates would potentially impact new and renewal business for the long-tail Casualty line as we may not be able to adjust our future pricing consistent with our profitability objectives to fully offset the impact of investing at lower rates. However, we will continue to maintain pricing discipline and risk selection.

In addition, for our General Insurance segment and General Insurance run-off lines reported within the Legacy Portfolio, sustained low interest rates may unfavorably affect the net loss reserve discount for workers' compensation, and to a lesser extent could favorably impact assumptions about future medical costs, the combined net effect of which could result in higher net loss reserves.

Additionally, sustained low interest rates on discounting of projected benefit cash flows for our pension plans may result in higher pension expense.

ITEM 2 | **Executive Summary**

Standard of Care – Regulatory Developments

Our Individual Retirement and Group Retirement operating segments provide products and services that are subject to restrictions imposed by the Employee Retirement Income Security Act of 1974, as amended (ERISA), and the Internal Revenue Code, including the requirements set forth in the final fiduciary duty rule issued by the Department of Labor (the DOL) in April 2016 (the DOL Fiduciary Rule). On March 15, 2018, the U.S. Court of Appeals for the Fifth Circuit (the Fifth Circuit) ruled that the DOL exceeded its authority in promulgating the DOL Fiduciary Rule, specifically in its broadening the scope of "investment advice" fiduciary and in the terms of the best interest contract exemption. Following the Fifth Circuit's decision, the DOL announced on March 16, 2018, that it was suspending enforcement of the DOL Fiduciary Rule pending further review. In late April 2018, several motions were filed to intervene and seek rehearing of the Fifth Circuit's decision. If the Fifth Circuit's decision is upheld, the Fifth Circuit's ruling has the effect of invalidating the DOL Fiduciary Rule in its entirety.

In addition to recent developments surrounding the DOL Fiduciary Rule, the Securities and Exchange Commission (SEC), lawmakers and state insurance regulators are also engaged in re-evaluating what is an appropriate regulatory framework around a standard of care for the sale of investment products and services. These regulatory developments, together with disruptions in the implementation of the DOL Fiduciary Rule, have created uncertainties in the annuity marketplace. These uncertainties have negatively impacted the industry sales of annuity products, including those offered by Individual Retirement as reflected in declines of premiums and deposits and net flows in our variable annuity product line during the three-month period ended March 31, 2018. Additionally, on April 18, 2018, the SEC proposed a package of rulemakings and interpretations designed to address the standard of care issues and the transparency of retail investors' relationships with investment advisors and broker-dealers. The SEC established a 90-day comment period with respect to these proposals. We are evaluating the scope and potential impact of the SEC's proposals on our Retirement businesses and our distribution partners. Despite these developments, we believe our diverse annuity product offerings position Individual Retirement and Group Retirement to compete effectively in this evolving market environment.

Impact of Currency Volatility

Currency volatility remains acute. Such volatility affected line item components of income for those businesses with substantial international operations. In particular, growth trends in net premiums written reported in U.S. dollars can differ significantly from those measured in original currencies. The net effect on underwriting results, however, is significantly mitigated, as both revenues and expenses are similarly affected.

These currencies may continue to fluctuate, in either direction, especially as a result of the UK's announced exit from the EU, and such fluctuations will affect net premiums written growth trends reported in U.S. dollars, as well as financial statement line item comparability.

General Insurance businesses are transacted in most major foreign currencies. The following table presents the average of the quarterly weighted average exchange rates of the Major Currencies,

which have the most significant impact on our businesses:

Three Months Ended March 31, Rate for 1 USD	**2018**	2017	Percentage Change
Currency:			
GBP	**0.73**	0.80	(9)%
EUR	**0.82**	0.94	(13)%
JPY	**110.62**	114.68	(4)%

Unless otherwise noted, references to the effects of foreign exchange in the General Insurance discussion of results of operations are with respect to movements in the Major Currencies included in the preceding table.

Other Industry Developments

On September 7, 2017, the UK Ministry of Justice announced a proposal to increase the Ogden rate from negative 0.75 percent to between zero and one percent. This proposal has to be passed by Parliament. We will continue to monitor the progress with this potential change.

Consolidated Results of Operations

The following section provides a comparative discussion of our Consolidated Results of Operations on a reported basis for the three month periods ended March 31, 2018 and 2017. Factors that relate primarily to a specific business are discussed in more detail within the business segment operations section.

For a discussion of the Critical Accounting Estimates that affect our results of operations see the Critical Accounting Estimates section of this MD&A and Part II, Item 7. MD&A — Critical Accounting Estimates in the 2017 Annual Report.

The following table presents our consolidated results of operations and other key financial metrics:

Three Months Ended March 31, *(in millions)*	**2018**	2017	Percentage Change
Revenues:			
Premiums	**$ 7,275**	$ 7,782	(7)%
Policy fees	**764**	724	6
Net investment income	**3,261**	3,686	(12)
Net realized capital losses	**(19)**	(115)	83
Other income	**431**	555	(22)
Total revenues	**11,712**	12,632	(7)
Benefits, losses and expenses:			
Policyholder benefits and losses incurred	**5,667**	6,047	(6)
Interest credited to policyholder account balances	**916**	910	1
Amortization of deferred policy acquisition costs	**1,358**	1,108	23
General operating and other expenses	**2,271**	2,443	(7)
Interest expense	**277**	298	(7)
(Gain) loss on extinguishment of debt	**4**	(1)	NM
Net (gain) loss on sale of divested businesses	**(8)**	100	NM
Total benefits, losses and expenses	**10,485**	10,905	(4)
Income from continuing operations before income tax expense	**1,227**	1,727	(29)
Income tax expense	**277**	516	(46)
Income from continuing operations	**950**	1,211	(22)
Income (loss) from discontinued operations, net of income tax expense	**(1)**	-	NM
Net income	**949**	1,211	(22)
Less: Net income attributable to noncontrolling interests	**11**	26	(58)
Net income attributable to AIG	**$ 938**	$ 1,185	(21)%

(in millions, except per share data)	**March 31, 2018**	December 31, 2017

Balance sheet data:		
Total assets	**$ 499,143**	$ 498,301
Long-term debt	**33,619**	31,640
Total AIG shareholders' equity	**62,792**	65,171
Book value per common share	**69.95**	72.49
Book value per common share, excluding AOCI	**67.48**	66.41
Adjusted book value per common share	**56.10**	54.74

The following table presents a reconciliation of Book value per common share to Book value per common share, excluding AOCI and Book value per common share, excluding AOCI and DTA (Adjusted book value per common share), which are non-GAAP measures. ***For additional information see Use of Non GAAP Measures*****.**

(in millions, except per share data)	March 31, 2018	December 31, 2017
Total AIG shareholders' equity	$ 62,792	$ 65,171
Accumulated other comprehensive income	2,220	5,465
Total AIG shareholders' equity, excluding AOCI	60,572	59,706
Deferred tax assets	10,214	10,492
Adjusted shareholders' equity	$ 50,358	$ 49,214
Total common shares outstanding	897,681,508	899,044,657
Book value per common share	$ 69.95	$ 72.49
Book value per common share, excluding AOCI	67.48	66.41
Adjusted book value per common share	56.10	54.74

The following table presents a reconciliation of Return on equity to Adjusted Return on equity, which is a non-GAAP measure. ***For additional information see Use of Non GAAP Measures*****.**

	Three Months Ended March 31,		Year Ended December 31,
(dollars in millions)	2018	2017	2017
Actual or annualized net income (loss) attributable to AIG	$ 3,752	$ 4,740	$ (6,084)
Actual or annualized adjusted after-tax income attributable to AIG	3,852	5,468	2,231
Average AIG Shareholders' equity	63,982	75,185	72,348
Average AOCI	3,843	3,506	4,675
Average AIG Shareholders' equity, excluding average AOCI	60,139	71,679	67,673
Average DTA	10,353	14,678	13,806
Average adjusted AIG Shareholders' equity	$ 49,786	$ 57,001	$ 53,867
ROE	5.9 %	6.3 %	(8.4) %
Adjusted Return on Equity	7.7 %	9.6 %	4.1 %

The following table presents a reconciliation of pre-tax income/net income (loss) attributable to AIG to adjusted pre-tax income/adjusted after-tax income attributable to AIG:

Three Months Ended March 31,	**2018**			2017		
(in millions, except per share data)	Pre-tax	Total Tax (Benefit) Charge	After Tax	Pre-tax	Total Tax (Benefit) Charge	
Pre-tax income/net income (loss), including noncontrolling interests	**$ 1,227**	**$ 277**	**$ 948**	$ 1,727	$ 516	$
Noncontrolling interest			**(10)**			
Pre-tax income/net income (loss) attributable to AIG	**$ 1,227**	**$ 277**	**$ 938**	$ 1,727	$ 516	$
Changes in uncertain tax positions and other tax adjustments		**4**	**(4)**		50	
Deferred income tax valuation allowance charges		**(30)**	**30**		13	
Changes in fair value of securities used to hedge guaranteed living benefits	**77**	**16**	**61**	(11)	(4)	
Changes in benefit reserves and DAC, VOBA and SIA related to net realized capital gains (losses)	**31**	**6**	**25**	(53)	(19)	
Unfavorable (favorable) prior year development and related amortization changes ceded under retroactive reinsurance agreements	**34**	**7**	**27**	14	4	
(Gain) loss on extinguishment of debt	**4**	**1**	**3**	(1)	-	
Net realized capital (gains) losses*	**19**	**(1)**	**20**	115	47	
Noncontrolling interest on net realized capital (gains) losses			**1**			
Loss from discontinued operations			**1**			
(Income) loss from divested businesses	**(8)**	**(2)**	**(6)**	100	(6)	
Non-operating litigation reserves and settlements	**13**	**3**	**10**	(6)	(2)	
Net loss reserve discount (benefit) charge	**(205)**	**(43)**	**(162)**	(25)	(9)	
Restructuring and other costs	**24**	**5**	**19**	181	63	
Adjusted pre-tax income/Adjusted after-tax income	**$ 1,216**	**$ 243**	**$ 963**	$ 2,041	$ 653	$
Weighted average diluted shares outstanding			**925.3**			1,
Income (loss) per common share attributable to AIG (diluted)			**$ 1.01**			$
Adjusted after-tax income (loss) per common share attributable to AIG (diluted)			**$ 1.04**			$

* Includes all net realized capital gains and losses except earned income (periodic settlements and changes in settlement accruals) on derivative instruments used for non-qualifying (economic) hedging or for asset replication.

first quarter pre-tax income Comparison for 2018 and 2017

Pre-tax results decreased in the first quarter of 2018 compared to the same period in 2017 primarily due to:

- a decrease in net investment income driven by lower income from alternative investments, primarily hedge funds, losses on securities for which the fair value option was elected compared to gains in the first quarter of 2017, lower invested assets resulting from the funding of the adverse development reinsurance agreement with NICO late in the first quarter 2017 and the sale of the life settlements portfolio in 2017;

- higher losses and loss adjustment expenses incurred from General Insurance operations, reflecting higher catastrophe losses and higher accident year losses, partially offset by pre-tax favorable prior year loss reserve development in the first quarter of 2018 compared to unfavorable prior year loss reserve development in the first quarter of 2017 mainly resulting from the reduction in Ogden discount rate during the first quarter of 2017; and

- lower adjusted pre-tax income from the Legacy Portfolio.

Partially offset by:

- lower general operating and other expenses;

- gains on sale of divested businesses in the first quarter of 2018 compared to losses on sale of divested businesses in the first quarter of 2017. The first quarter of 2017 included losses on the agreements to sell Fuji Life to FWD Group and certain insurance operations and assets to Fairfax; and

- a decrease in net realized capital losses due to Life and Retirement guaranteed living benefits, net of hedges, which reflected net realized capital gains in the first quarter of 2018 compared to net realized capital losses in the first quarter of 2017, primarily due to changes in movement in the non-performance or "own credit" risk adjustment (NPA), which are not hedged as part of our economic hedging program (see Insurance Reserves – Life and Annuity Reserves and DAC – Variable Annuity Guaranteed Benefits and Hedging Results).

U.S. Tax Reform Overview

On December 22, 2017, the U.S. enacted Public Law 115-97, known informally as the Tax Cuts and Jobs Act (the Tax Act). The Tax Act reduced the statutory rate of U.S. federal corporate income tax to 21 percent and enacted numerous other changes impacting AIG and the insurance industry. At December 31, 2017, we originally recorded a provisional estimate of income tax effects of the Tax Act of $6.7 billion, including a tax charge of $6.7 billion attributable to the reduction in the U.S. corporate income tax rate and tax benefit of $38 million related to the deemed repatriation tax. During the period ended March 31, 2018, we have not recorded any material adjustments to these provisional amounts. We continue to refine our analysis and calculations, which could impact the provisional estimates previously recorded. Accordingly, as of March 31, 2018, we have not fully completed our accounting for the tax effects of the Tax Act.

Changes specific to the insurance industry include the calculation of insurance tax reserves and related transition adjustments, amortization of specified policy acquisition expenses, treatment of separate account dividends received deductions and computation of pro-ration adjustments. Provisions of the Tax Act with broader application include reductions or elimination of deductions for certain items, e.g., reductions to corporate dividends received deductions, disallowance of entertainment expenses and limitations on the deduction of certain executive compensation costs. These provisions, generally, result in an increase in AIG's taxable income.

The Tax Act includes provisions for Global Intangible Low-Taxed Income (GILTI) under which taxes on foreign income are imposed on the excess of a deemed return on tangible assets of certain foreign subsidiaries and for Base Erosion and Anti-Abuse Tax (BEAT) under which taxes are imposed on certain base eroding payments to affiliated foreign companies. Consistent with accounting guidance, we treat BEAT as a period tax charge in the period the tax is incurred and have made an accounting policy election to treat GILTI taxes in a similar manner.

In our assessment of the realizability of our deferred tax assets, we made certain assumptions related to the impact of the Tax Act on our future taxable income. Generally, the Tax Act provisions result in an increase in our taxable income and, thus, accelerate utilization of our tax attribute deferred tax asset. Accordingly, we do not currently anticipate that our reliance on provisional estimates would have a material impact on our determination of the realizability of our deferred tax assets.

Repatriation Assumptions

As a result of the Tax Act, the majority of accumulated foreign earnings that were previously untaxed are subject to a one-time deemed repatriation tax. Going forward, foreign earnings not taxed as part of the one-time deemed repatriation (or otherwise taxed currently under the GILTI or subpart F regimes) will generally be exempt from U.S. tax upon repatriation. Notwithstanding the changes, U.S. tax on foreign exchange gain or loss and certain non-U.S. withholding taxes will continue to be applicable upon future repatriations of foreign earnings. For the period ended March 31, 2018, we still consider our foreign earnings with respect to certain operations in Canada, South Africa, the Far East, Latin America, Bermuda as well as the European, Asia Pacific and Middle East regions to be indefinitely reinvested. These earnings relate to ongoing operations and have been reinvested in active business operations. Deferred taxes, if necessary, have been provided on earnings of non-U.S. affiliates whose earnings are not indefinitely reinvested.

Deemed Repatriation Tax & Impact on Liquidity

The Tax Act required companies to pay a one-time transition tax, net of tax credits related to applicable foreign taxes paid, on previously untaxed current and accumulated earnings and profits (E&P) of certain of our foreign subsidiaries. In the determination of the deemed repatriation tax, we reviewed estimated post-1986 E&P of the relevant foreign subsidiaries, and any related non-U.S. income tax paid on such earnings. We originally recorded a provisional estimated tax benefit of $38 million at December 31, 2017. This amount is not considered to be material to our liquidity and capital resources. As we continue to refine our E&P analysis, we will refine our calculations of the one-time transition tax, which could impact the provisional estimate previously recorded.

Interim Tax Calculation Method

We use the estimated annual effective tax rate method in computing our interim tax provision. Certain items, including those deemed to be unusual, infrequent or that cannot be reliably estimated, are excluded from the estimated annual effective tax rate. In these cases, the actual tax expense or benefit is reported in the same period as the related item. Certain tax effects are also not reflected in the estimated annual effective tax rate, primarily certain changes in the realizability of deferred tax assets and uncertain tax positions and are recorded in the period in which the change occurs. While certain impacts of the Tax Act are included in our annual effective tax rate, we continue to refine our calculations as additional information becomes available, which may result in changes to the estimated annual effective tax rate.

Income Tax expense analysis

For the three-month period ended March 31, 2018, the effective tax rate on income from continuing operations was 22.6 percent. The effective tax rate on income from continuing operations differs from the statutory tax rate of 21 percent primarily due to tax charges related to income in our foreign operations taxed at statutory tax rates higher than 21 percent, tax on GILTI earned by certain foreign subsidiaries, valuation allowance activity related to certain foreign subsidiaries and non-deductible transfer pricing charges, partially offset by tax benefits associated with tax exempt income, reclassifications from accumulated other comprehensive income to income from continuing operations related to the disposal of available for sale securities and excess tax deductions related to share based compensation payments recorded through the income statement in accordance with ASU 2016-09.

For the three-month period ended March 31, 2017, the effective tax rate on income from continuing operations was 29.9 percent. The effective tax rate on income from continuing operations differs from the statutory tax rate of 35 percent primarily due to tax benefits associated with tax exempt income, reclassifications from accumulated other comprehensive income to income from continuing operations related to the disposal of available for sale securities and excess tax deductions related to share based compensation payments recorded through the income statement in accordance with ASU 2016-09, partially offset by tax charges related to the disposition of subsidiaries and non-deductible transfer pricing charges.

Business Segment Operations

Our business operations consist of General Insurance, Life and Retirement, Other Operations, and a Legacy Portfolio.

General Insurance consists of two operating segments: North America and International. Life and Retirement consists of four operating segments: Group Retirement, Individual Retirement, Life Insurance and Institutional Markets. Other Operations consists of businesses and items not allocated to our other businesses, which are primarily AIG Parent, Blackboard and Fuji Life, which was sold on April 30, 2017. Our Legacy Portfolio consists of our Legacy General Insurance Run-Off Lines, Legacy Life and Retirement Run-Off Lines and Legacy Investments. Effective in the first quarter of 2018, DSA Re is included in our Legacy Portfolio.

The following table summarizes Adjusted pre-tax income (loss) from our business segment operations. *See also Note 3 to the Condensed Consolidated Financial Statements*.

Three Months Ended March 31, *(in millions)*	**2018**	2017
Core business:		
General Insurance		
North America	**$ 320**	$ 828
International	**190**	233
General Insurance	**510**	1,061
Life and Retirement		
Individual Retirement	**499**	539
Group Retirement	**282**	243
Life Insurance	**52**	54
Institutional Markets	**59**	62
Life and Retirement	**892**	898
Other Operations	**(342)**	(308)
Consolidations, eliminations and other adjustments	**11**	48
Total Core	**1,071**	1,699
Legacy Portfolio	**145**	342
Adjusted pre-tax income (loss)	**$ 1,216**	$ 2,041

General Insurance

General Insurance is managed by our geographic markets of North America and International. Our global presence is reflected in our multinational capabilities to provide our Commercial Lines and Personal Insurance products within these geographic markets.

PRODUCTS AND DISTRIBUTION

Liability: Products include general liability, environmental, commercial automobile liability, workers' compensation, excess casualty and crisis management insurance products. Casualty also includes risk-sharing and other customized structured programs for large corporate and multinational customers.

Financial Lines: Products include professional liability insurance for a range of businesses and risks, including directors and officers liability (D&O), mergers and acquisitions, fidelity, employment practices, fiduciary liability, cyber risk, kidnap and ransom, and errors and omissions insurance.

Property: Products include commercial, industrial and energy-related property insurance products and services that cover exposures to man-made and natural disasters, including business interruption.

Special Risks: Products include aerospace, political risk, trade credit, portfolio solutions, surety and marine insurance.

Personal Lines: Products include personal auto and property in selected international markets and insurance for high net worth individuals offered through AIG Private Client Group in the U.S. that covers auto, homeowners, umbrella, yacht, fine art and collections. In addition, we offer extended warranty insurance and services covering electronics, appliances, and HVAC.

Accident & Health: Products include voluntary and sponsor-paid personal accident and supplemental health products for individuals, employees, associations and other organizations, as well as a broad range of travel insurance products and services for leisure and business travelers.

General Insurance products in North America and International markets are distributed through various channels, including captive and independent agents, brokers, affinity partners, airlines and travel agents, and retailers. Our distribution network is aided by our competitive position to write multiple-national and cross-border risks in both Commercial Lines and Personal Insurance.

BUSINESS STRATEGY

Profitable Growth: Deploy capital efficiently to act opportunistically and optimize diversity within the portfolio to grow in profitable lines, geographies and customer segments. Look to inorganic growth opportunities in profitable markets and segments to expand our capabilities and footprint.

Reinsurance Optimization: Strategically partner with reinsurers to reduce exposure to losses arising from frequency of large catastrophic events and the severity from individual risk losses. We will optimize our reinsurance program to manage volatility and protect the balance sheet from tail events and unpredictable net losses in support of our profitable growth objectives.

Underwriting Excellence: Empower and increase accountability of the underwriter and continue to integrate underwriting, claims and actuarial to enable better decision making. Focus on enhancing risk selection, driving consistent underwriting best practices and building robust monitoring standards to improve underwriting results.

COMPETITION and challenges

Operating in a highly competitive industry, General Insurance competes against several hundred companies, specialty insurance organizations, mutual companies and other underwriting organizations in the U.S. In international markets, we compete for business with the foreign insurance operations of large global insurance groups and local companies in specific market areas and product types. Insurance companies compete through a combination of risk acceptance criteria, product pricing, service and terms and conditions. General Insurance seeks to distinguish itself in the insurance industry primarily based on its well-established brand, global franchise, multinational capabilities, financial and capital strength, innovative products, claims expertise to handle complex claims, expertise in providing specialized coverages and customer service.

We serve our business and individual customers on a global basis — from the largest multinational corporations to local businesses and individuals. Our clients benefit from our substantial underwriting expertise.

Our challenges include:

- long-tail Commercial Lines exposures that create added complexity in pricing and risk management;
- over capacity in certain lines of business that creates downward market pressure on pricing;
- tort environment volatility in certain jurisdictions and lines of business; and
- volatility in claims arising from natural and man-made catastrophes.

OUTLOOK—INDUSTRY AND ECONOMIC FACTORS

Below is a discussion of the industry and economic factors impacting our operating segments:

General Insurance – North America

Commercial Lines continues to face challenging market conditions, with excess capacity negatively impacting the rate environment and suppressing margins. However, we continue to achieve positive rate increases across a number of lines and sub-segments as a result of our disciplined underwriting strategy and focus on risk selection. We have also achieved positive rates for Property following recent catastrophe activity in 2017 and in the first quarter of 2018. We observe higher loss cost trends in Casualty, in particular Excess Casualty. The more profitable segments of Commercial Lines remain highly competitive; however, we continue to achieve growth in several of our high margin businesses.

Personal Insurance growth prospects are supported by the need for full life cycle products and coverage, increases in personal wealth accumulation, and awareness of insurance protection and risk management. We compete in the high net worth market, accident and health insurance, travel insurance, and warranty services and will continue to expand our innovative products and services to distribution partners and clients.

General Insurance – International

We believe our global presence provides Commercial Lines and Personal Insurance a distinct competitive advantage, as the demand for multinational cross-border coverage and services increase due to the internationalization of customers.

The Commercial Lines market continues to be highly competitive, with increased pressure on rates, particularly in Europe and the Asia Pacific region, due to increased market capacity. Despite this, we are continuing to grow our most profitable segments across all regions and are maintaining market leadership in key developed markets. We are actively remediating our underperforming segments, maintaining our underwriting discipline and continuing our risk selection strategy to maintain profitability.

Personal Insurance focuses on individual customers, as well as group and corporate clients. Although market competition within Personal Insurance has increased, we continue to benefit from the underwriting quality, portfolio diversity, and low volatility of the short-tailed risk in these business lines. We expect our newly formed entity in Japan – AIG Sonpo – to provide the necessary scale and platform to compete more efficiently in the Japanese market. Outside of Japan, Personal Insurance continues to invest selectively in international markets, which we believe have higher potential for sustainable profitability.

General INSURANCE RESULTS

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Underwriting results:					
Net premiums written	$	6,171	$	6,297	(2)%
Decrease in unearned premiums		512		192	167
Net premiums earned		6,683		6,489	3
Losses and loss adjustment expenses incurred[(a)]		4,488		4,237	6
Acquisition expenses:					
Amortization of deferred policy acquisition costs		1,066		909	17
Other acquisition expenses		385		388	(1)
Total acquisition expenses		1,451		1,297	12
General operating expenses		995		943	6
Underwriting income (loss)		(251)		12	NM
Net investment income		761		1,049	(27)
Adjusted pre-tax income	$	510	$	1,061	(52)%
Loss ratio[(a)]		67.2		65.3	1.9
Acquisition ratio		21.7		20.0	1.7
General operating expense ratio		14.9		14.5	0.4
Expense ratio		36.6		34.5	2.1
Combined ratio[(a)]		103.8		99.8	4.0
Adjustments for accident year loss ratio, as adjusted and accident year combined ratio, as adjusted:					
Catastrophe losses and reinstatement premiums		(5.7)		(3.5)	(2.2)
Prior year development, net of (additional) return premium on loss sensitive business		1.6		(0.6)	2.2
Adjustment for ceded premiums under reinsurance contracts related to prior accident years		-		-	NM
Accident year loss ratio, as adjusted		63.1		61.2	1.9
Accident year combined ratio, as adjusted		99.7		95.7	4.0

(a) Consistent with our definition of APTI, excludes net loss reserve discount and the portion of favorable or unfavorable prior year reserve development for which we have ceded the risk under retroactive reinsurance agreements and related changes in amortization of the deferred gain.

The following table presents General Insurance net premiums written by operating segment, showing change on both reported and constant dollar basis:

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change in U.S. dollars	Percentage Change in Original Currency
North America	$	2,039	$	2,323	(12)%	(11)%
International[(a)]		4,132		3,974	4	(3)
Total net premiums written	$	6,171	$	6,297	(2)%	(6)%

(a) As result of the merger of AIUI Japan and Fuji Fire and Marine Insurance Company (Fuji), Fuji's fiscal reporting period was conformed to that of AIU Japan (Fuji Merger Impact). Therefore, the first quarter of 2018 includes approximately $300 million for two additional months of Net premiums written.

The following tables present General Insurance accident year catastrophes and severe losses by geography[a] and number of events:

Catastrophes[b]

(in millions)	# of Events		North America		International		Total
Three Months Ended March 31, 2018							
Windstorms and hailstorms	**4**	**$**	**274**	**$**	**19**	**$**	**293**
Earthquakes	**1**		**25**		**58**		**83**
Total catastrophe-related charges	**5**	**$**	**299**	**$**	**77**	**$**	**376**
Three Months Ended March 31, 2017							
Windstorms and hailstorms	6	$	162	$	-	$	162
Tropical cyclone	1		-		66		66
Total catastrophe-related charges	7	$	162	$	66	$	228

(a) Geography: North America primarily includes insurance businesses in the United States, Canada and Bermuda. International includes insurance businesses in Japan, the United Kingdom, Europe, the Asia Pacific region, Latin America, Puerto Rico, Australia, the Middle East and Africa. Geography results are presented before consideration of internal reinsurance agreements.

(b) Natural and man-made catastrophe losses are generally weather or seismic events having a net impact on AIG in excess of $10 million each and also include certain man-made events, such as terrorism and civil disorders that meet the $10 million threshold.

Severe Losses[c]

Three Months Ended March 31, *(in millions)*	# of Events		North America		International		Total
2018	**10**	**$**	**36**	**$**	**99**	**$**	**135**
2017	4	$	44	$	13	$	57

(c) Severe losses are defined as non-catastrophe individual first party losses, surety losses and trade credit losses greater than $10 million, net of related reinsurance and salvage and subrogation.

North america Results

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Underwriting results:					
Net premiums written	**$**	**2,039**	$	2,323	(12)%
Decrease in unearned premiums		**653**		626	4
Net premiums earned		**2,692**		2,949	(9)

Losses and loss adjustment expenses incurred[(a)]		**2,153**		2,163	-
Acquisition expenses:					
Amortization of deferred policy acquisition costs		**358**		323	11
Other acquisition expenses		**154**		162	(5)
Total acquisition expenses		**512**		485	6
General operating expenses		**355**		364	(2)
Underwriting loss		**(328)**		(63)	(421)
Net investment income		**648**		891	(27)
Adjusted pre-tax income	**$**	**320**	$	828	(61)%

Loss ratio[(a)]	**80.0**	73.3	6.7
Acquisition ratio	**19.0**	16.4	2.6
General operating expense ratio	**13.2**	12.3	0.9
Expense ratio	**32.2**	28.7	3.5
Combined ratio[(a)]	**112.2**	102.0	10.2
Adjustments for accident year loss ratio, as adjusted and accident year combined ratio, as adjusted:			
Catastrophe losses and reinstatement premiums	**(11.1)**	(5.4)	(5.7)
Prior year development, net of (additional) return premium on loss sensitive business	**2.8**	2.1	0.7
Adjustment for ceded premiums under reinsurance contracts related to prior accident years	**-**	-	NM
Accident year loss ratio, as adjusted	**71.7**	70.0	1.7
Accident year combined ratio, as adjusted	**103.9**	98.7	5.2

(a) Consistent with our definition of APTI, excludes net loss reserve discount and the portion of favorable or unfavorable prior year reserve development for which we have ceded the risk under retroactive reinsurance agreements and related changes in amortization of the deferred gain.

Business and Financial Highlights

Adjusted pre-tax income decreased in the first quarter of 2018 compared to the first quarter of 2017 primarily due to higher catastrophe losses and a higher current accident year loss ratio, as adjusted, driven by higher ceded earned premiums reflecting the additional aggregate and occurrence protection coverage added to the 2018 North American catastrophe reinsurance program. Net premiums written decreased primarily due to continued underwriting actions to strengthen our portfolio and maintain pricing discipline and changes in the 2018 reinsurance programs.

The decrease in net investment income primarily reflected lower income on alternative investments due to weaker hedge fund performance and lower interest and dividends due to lower invested assets resulting from the first quarter 2017 funding of the adverse development reinsurance agreement with NICO.

For further discussion on the NICO transaction see Insurance Reserves.

For a description of AIG's catastrophe reinsurance protection for 2018, see Part II, Item 7. MD&A Enterprise Risk Management – Insurance Risks – General Insurance Companies' Key Risks – Natural Catastrophe Risk in our 2017 Annual Report.

North America Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income decreased primarily due to:

- lower net investment income reflecting lower hedge fund performance, lower gains on securities for which changes in fair value are recognized in earnings, as well as lower interest and dividends due to lower invested assets resulting from the first quarter 2017 funding of the adverse development reinsurance agreement with NICO;
- higher catastrophe losses; and
- higher current accident year loss ratio, as adjusted, driven by higher ceded earned premiums primarily related to the 2018 North American catastrophe reinsurance program.

North America Net Premiums Written

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Net premiums written decreased primarily due to:

- lower production primarily in Casualty, commercial property within Property, D&O products within Financial Lines and programs business due to underwriting actions taken to strengthen our portfolio and to maintain pricing discipline; and
- higher ceded premiums due to changes in the 2018 reinsurance programs.

This decrease was partially offset by growth in Accident and Health within Personal Insurance and the positive impact on market pricing for Property following recent catastrophe activity.

North America Combined Ratios

Three Months Ended March 31,

2018 and 2017 Comparison

The increase in the combined ratio reflected an increase in both the loss ratio and the expense ratio.

This increase in the loss ratio was primarily due to:

- higher catastrophe losses; and
- higher current accident year loss ratio, as adjusted, due to higher ceded premiums related to the 2018 North American catastrophe reinsurance program and an increase in loss estimates in the second half of 2017, which was partially offset by a favorable change in the portfolio mix.

The increase in the expense ratio reflected a higher acquisition expense ratio driven primarily by lower earned premium due to changes in the business mix and in the 2018 reinsurance programs.

International Results

Three Months Ended March 31, *(in millions)*		2018		2017	Percentage Change
Underwriting results:					
Net premiums written	$	4,132	$	3,974	4%
Decrease in unearned premiums		(141)		(434)	68
Net premiums earned		3,991		3,540	13
Losses and loss adjustment expenses incurred[a]		2,335		2,074	13
Acquisition expenses:					
Amortization of deferred policy acquisition costs		708		586	21
Other acquisition expenses		231		226	2
Total acquisition expenses		939		812	16
General operating expenses		640		579	11
Underwriting income[b]		77		75	3
Net investment income		113		158	(28)
Adjusted pre-tax income	$	190	$	233	(18)%
Loss ratio[a]		58.5		58.6	(0.1)
Acquisition ratio		23.5		22.9	0.6
General operating expense ratio		16.0		16.4	(0.4)
Expense ratio		39.5		39.3	0.2
Combined ratio[a]		98.0		97.9	0.1
Adjustments for accident year loss ratio, as adjusted and accident year combined ratio, as adjusted:					
Catastrophe losses and reinstatement premiums		(1.9)		(1.9)	-
Prior year development, net of (additional) return premium on loss sensitive business		0.7		(2.9)	3.6
Adjustment for ceded premiums under reinsurance contracts related to prior accident years		-		-	NM
Accident year loss ratio, as adjusted		57.3		53.8	3.5
Accident year combined ratio, as adjusted		96.8		93.1	3.7

(a) Consistent with our definition of APTI, excludes net loss reserve discount and the portion of favorable or unfavorable prior year reserve development for which we have ceded the risk under retroactive reinsurance agreements and related changes in amortization of the deferred gain.

(b) As result of the Fuji Merger Impact, the first quarter of 2018 includes two additional months of operating earnings increasing Net premiums written, Net premiums earned, Losses and loss adjustment expenses incurred, and Adjusted pre-tax income by approximately $300 million, $300 million, $200 million and $15 million, respectively.

Business and Financial Highlights

Adjusted pre-tax income decreased in the first quarter of 2018 compared to the first quarter of 2017 primarily due to lower income on alternative investments driven by a decrease in portfolio holdings as well as weaker hedge fund performance, and losses on securities for which changes in fair value are recognized in earnings compared to gains in the prior year period. The combined ratio remained flat due to a slightly higher expense ratio offset by a slightly lower loss ratio. Net premium written, excluding the impact of foreign exchange, decreased primarily due to higher ceded premiums related to the changes in 2018 reinsurance programs as well as portfolio optimization and continued challenging market conditions, partially offset by the Fuji Merger Impact.

International Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income decreased due to:

- higher current accident year loss ratio, as adjusted, driven primarily by higher severe losses and higher ceded earned premiums related to the additional reinsurance protection against severe losses added for international locations on a global basis and the 2018 catastrophe reinsurance program; and
- lower net investment income mainly driven by a decrease in alternative investments portfolio holdings as well as lower hedge fund performance, and losses on securities for which changes in fair value are recognized in earnings compared to gains in the prior year period.

This decrease was partially offset by favorable prior year loss reserve development in the first quarter of 2018 compared to unfavorable prior year loss reserve development in the first quarter of 2017 mainly resulting from the reduction in Ogden discount rate during the first quarter of 2017.

International Net Premiums Written

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Net premiums written decreased, excluding the impact of foreign exchange, due to:

- higher ceded premiums related to the changes in 2018 reinsurance programs;
- lower production in our Japan business reflecting our focus on profitability combined with a competitive market environment;
- lower production in Property and Casualty primarily driven by execution of our portfolio optimization strategy in Europe; and
- the sale of certain of our insurance operations to Fairfax.

This decrease was partially offset by the Fuji Merger Impact.

International Combined Ratios

Three Months Ended March 31,

2018 and 2017 Comparison

The combined ratio remained flat due to a slightly higher expense ratio offset by a slightly lower loss ratio.

The increase in expense ratio reflected a slightly higher acquisition ratio mainly due to a decrease in earned premiums driven by the changes in 2018 reinsurance programs.

The slightly lower loss ratio reflected favorable prior year loss reserve development in 2018, primarily from Personal Insurance, compared to unfavorable prior year loss reserve development in 2017 mainly resulting from the reduction in Ogden discount rate.

The lower loss ratio was almost entirely offset by a higher current accident year loss ratio, as adjusted, driven primarily by higher severe losses and higher ceded premiums related to the changes in 2018 reinsurance programs.

Life and Retirement

PRODUCTS AND DISTRIBUTION

Variable Annuities: Products include variable annuities that offer a combination of growth potential, death benefit features and income protection features. Variable annuities are distributed primarily through banks, wirehouses, and regional and independent broker-dealers.

Index Annuities: Products include fixed index annuities that provide growth potential based in part on the performance of a market index. Certain fixed index annuity products offer optional income protection features. Fixed index annuities are distributed primarily through banks, broker dealers, independent marketing organizations and independent insurance agents.

Fixed Annuities: Products include single premium fixed annuities, immediate annuities and deferred income annuities. The Fixed Annuities product line maintains its industry-leading position in the U.S. bank distribution channel by designing products collaboratively with banks and offering an efficient and flexible administration platform.

Retail Mutual Funds: Includes our mutual fund sales and related administration and servicing operations. Retail Mutual Funds are distributed primarily through broker-dealers.

Group Retirement: Products and services include group mutual funds, group fixed annuities, group variable annuities, individual annuity and investment products, and financial planning and advisory services.

Products and services are marketed by the Variable Annuity Life Insurance Company (VALIC) under the VALIC brand and include investment offerings and plan administrative and compliance services. VALIC career financial advisors and independent financial advisors provide retirement plan participants with enrollment support and comprehensive financial planning services.

Life Insurance: In the U.S., products primarily include term life and universal life insurance. International operations include the distribution of life and health products in the UK and Ireland. Life products in the U.S. are primarily distributed through independent marketing organizations, independent insurance agents, financial advisors and direct marketing.

Institutional Markets: Products primarily include stable value wrap products, structured settlement and pension risk transfer annuities, corporate- and bank-owned life insurance and guaranteed investment contracts (GICs). Institutional Markets products are primarily distributed through specialized marketing and consulting firms and structured settlement brokers.

Federal Home Loan Bank (FHLB) Funding Agreements are issued through our Individual Retirement, Group Retirement and Institutional Markets operating segments. Funding agreements are issued by our U.S. Life and Retirement companies to the FHLBs in their respective districts at floating rates over specified periods, which can be prepaid at our discretion. Proceeds are invested in fixed income securities and other suitable investments to generate spreads. These investment contracts do not have mortality or morbidity risk and are similar to GICs.

BUSINESS STRATEGY

Deliver client-centric solutions through our unique franchise by bringing together a broad portfolio of life insurance, retirement and institutional products offered through an extensive, multichannel distribution network. Life and Retirement focuses on ease of doing business, offering valuable solutions, and expanding and deepening its distribution relationships across multiple channels.

Position market leading businesses to serve growing needs by continually enhancing product solutions, service delivery and digital capabilities while using data and analytics in an innovative manner to improve customer experience.

Individual Retirement will continue to capitalize on the opportunity to meet consumer demand for guaranteed income by maintaining innovative variable and index annuity products, while also managing risk from guarantee features through risk-mitigating product design and well-developed economic hedging capabilities.

Our fixed annuity products provide diversity in our annuity product suite by offering stable returns for retirement savings.

Group Retirement continues to enhance its technology platform to improve the customer experience for plan sponsors and individual participants. VALIC's self-service tools paired with its career financial advisors provide a compelling service platform. Group Retirement's strategy also involves providing financial planning services for its clients and meeting their need for income in retirement.

Life Insurance continues to invest to position itself for growth, while executing on strategies to enhance returns.

Life Insurance is focused on rationalizing its product portfolio, aligning distribution with its most productive channels, consolidating systems on state-of-the-art platforms, and employing innovative underwriting enhancements.

Institutional Markets continues to grow its assets under management across multiple product lines, including stable value wrap, GICs and pension risk transfer annuities. Our growth strategy is opportunistic and allows us to pursue select transactions that meet our risk-adjusted return requirements.

Enhance Operational Effectiveness by simplifying processes and operating environments to increase competitiveness, improve service and product capabilities and facilitate delivery of our target customer experience. We continue to invest in technology to improve operating efficiency and ease of doing business for our distribution partners and customers. In the U.S. Life business, we are focused on leveraging our most efficient systems and increasing automation of our underwriting process. We believe that simplifying our operating models will enhance productivity and support further profitable growth.

Manage our Balance Sheet through a rigorous approach to our products and portfolio. We match our product design and high quality investments with our asset and liability exposures to maximize our ability to meet cash and liquidity needs under various operating scenarios.

Deliver Value Creation and Manage Capital by striving to deliver solid earnings through disciplined pricing, sustainable underwriting improvements, expense reductions, and diversification of risk, while optimizing capital allocation and efficiency within insurance entities to enhance return on equity.

COMPETITION and challenges

Life and Retirement operates in the highly competitive insurance and financial services industry in the U.S. and select international markets, competing against various financial services companies, including banks and other life insurance and mutual fund companies. Competition is primarily based on product pricing and design, distribution, financial strength, customer service and ease of doing business.

Our business remains competitive due to its long-standing market leading positions, innovative products, distribution relationships across multiple channels, customer-focused service and strong financial ratings.

Our primary challenges include:

- a sustained low interest rate environment, which makes it difficult to profitably price new products and puts margin pressure on existing business due to lower reinvestment yields;
- increased competition in our primary markets, including aggressive pricing of annuities by private equity-backed annuity writers, increased competition and consolidation of employer groups in the group retirement planning market, and peers with different profitability targets in the pension risk transfer space;
- increasingly complex new and proposed regulatory requirements, which have created uncertainty that is affecting industry growth; and
- upgrading our technology and underwriting processes while managing general operating expenses.

OUTLOOK—INDUSTRY AND ECONOMIC FACTORS

Below is a discussion of the industry and economic factors impacting our specific operating segments:

Individual Retirement

Increasing life expectancy and reduced expectations for traditional retirement income from defined benefit programs and fixed income securities are leading Americans to seek additional financial security as they approach retirement. The strong demand for individual variable and fixed index annuities with guaranteed income features has attracted increased competition in this product space. In response to the continued low interest rate environment, which has added pressure to profit margins, we have developed guaranteed income benefits for both variable and fixed index annuities with margins that are less sensitive to the level of interest rates.

Changes in the interest rate environment can have a significant impact on sales, surrender rates, investment returns, guaranteed income features, and spreads in the annuity industry. Additionally, regulatory developments surrounding the DOL Fiduciary Rule and standard of care for the sale of investment products and services have created uncertainties in the annuity marketplace. These uncertainties have negatively impacted the industry sales of annuity products, including those offered by Individual Retirement.

Group Retirement

Group Retirement competes in the defined contribution market under the VALIC brand. VALIC is a leading retirement plan provider in the U.S. for K-12 schools and school districts, higher education, healthcare, government and other not-for-profit institutions. The defined contribution market is a highly efficient and competitive market that requires support for both plan sponsors and individual participants. To meet this challenge, VALIC is investing in a client-focused technology platform to support improved compliance and self-service functionality. VALIC's service model pairs self-service tools with its career financial advisors who provide individual plan participants with enrollment support and comprehensive financial planning services.

Changes in the interest rate environment can have a significant impact on investment returns, guaranteed income features, and spreads, and a moderate impact on sales and surrender rates.

Life Insurance

Consumers have a significant need for life insurance, whether it is used for income replacement for their surviving family, estate planning or wealth transfer. Additionally, consumers use life insurance to provide living benefits in case of chronic, critical or terminal illnesses, as well as to supplement retirement income.

In response to consumer needs and a sustained low interest rate environment, our Life Insurance product portfolio has been evolving. We will continue to place a strong focus on indexed universal life products and de-emphasize products with long-duration interest rate guarantees.

As life insurance ownership remains at historical lows in the United States, efforts to expand the reach and increase the affordability of life insurance are critical. The industry is investing in consumer-centric efforts to reduce traditional barriers to securing life protection by simplifying the sales and service experience. Digitally enabled processes and tools provide a fast, friendly and simple path to life insurance protection.

Institutional Markets

Institutional Markets serves a variety of needs for corporate clients. Demand is driven by a number of factors including the macroeconomic and regulatory environment. We expect to see continued growth in the pension risk transfer market as corporate plan sponsors look to transfer asset or liability, longevity, administrative and operational risks associated with their defined benefit plans.

Changes in the interest rate environment can have a significant impact on investment returns and net investment spreads, as well as reduce the tax efficiency associated with institutional life insurance products, dampening organic growth opportunities. Tax reform may lead to new opportunities in the stable value wrap market.

For additional discussion of the impact of market interest rate movement on our Life and Retirement business see Executive Summary – AIG's Outlook – Industry and Economic Factors – Impact of Changes in the Interest Rate Environment.

For additional information on the impact of the DOL Fiduciary Rule and the related regulatory developments on our Individual Retirement and Group Retirement businesses see Executive Summary – AIG's Outlook – Industry and Economic Factors – Standard of Care – Regulatory Developments.

life and retirement RESULTS

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Revenues:					
Premiums	$	446	$	836	(47)%
Policy fees		734		688	7
Net investment income		2,046		1,962	4
Other income		234		217	8
Total adjusted revenues		3,460		3,703	(7)
Benefits and expenses:					
Policyholder benefits and losses incurred		830		1,110	(25)
Interest credited to policyholder account balances		854		846	1
Amortization of deferred policy acquisition costs		246		228	8

General operating and other expenses*		**600**		597	1
Interest expense		**38**		24	58
Total operating expenses		**2,568**		2,805	(8)
Adjusted pre-tax income	**$**	**892**	$	898	(1)%

* Includes general operating expenses, non-deferrable commissions, other acquisition expenses, advisory fee expenses and other expenses.

Our insurance companies generate significant revenues from investment activities. As a result, the operating segments in Life and Retirement are subject to variances in net investment income on the asset portfolios that support insurance liabilities and surplus.

For additional information on our investment strategy, asset-liability management process and invested asset composition see Investments.

Individual Retirement Results

Three Months Ended March 31, *(in millions)*	**2018**	2017	Percentage Change
Revenues:			
Premiums	**$ 12**	$ 28	(57)%
Policy fees	**204**	185	10
Net investment income	**984**	1,007	(2)
Advisory fee and other income	**161**	153	5
Benefits and expenses:			
Policyholder benefits and losses incurred	**47**	37	27
Interest credited to policyholder account balances	**412**	415	(1)
Amortization of deferred policy acquisition costs	**134**	129	4
Non deferrable insurance commissions	**81**	72	13
Advisory fee expenses	**54**	58	(7)
General operating expenses	**115**	110	5
Interest expense	**19**	13	46
Adjusted pre-tax income	**$ 499**	$ 539	(7)%
Fixed Annuities base net investment spread:			
Base yield	**4.60**%	4.92%	(32)bps
Cost of funds	**2.65**	2.67	(2)
Fixed Annuities base net investment spread	**1.95**%	2.25%	(30)bps

Business and Financial Highlights

The market environment continues to reflect uncertainties in the annuity business resulting from legislative and regulatory initiatives and a sustained low interest rate environment. While interest rates had slightly improved, rates remained low relative to historical levels. Excluding the impact of deposits from the FHLB funding agreement, premiums and deposits declined in the first quarter of 2018 compared to the same period in the prior year. Net flows declined and continued to be negative primarily due to lower deposits and higher surrenders. Adjusted pre-tax income decreased, reflecting declines in equity market performance, base net investment spread and gains on securities for which the fair value option was elected. Partially offsetting these decreases were higher alternative investment returns, policy fees and advisory fees, as well as the receipt of non-recurring payments on structured securities.

Fixed Annuities base net investment spread in the first quarter of 2018 declined compared to the same period in the prior year primarily due to decreases in accretion income and reinvestment yields.

Individual Retirement Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income decreased primarily due to:

- lower equity market performance in the first quarter of 2018, which contributed to increases in policyholder benefits and DAC amortization;

- decline in base net investment spread primarily in Fixed Annuities driven by decreases in accretion income and reinvestment yields. In addition, income from base portfolio reflected declines driven by lower invested assets in Fixed Annuities, partially offset by asset growth in Index Annuities; and

- decline in net investment income, primarily from lower gains on securities for which the fair value option was elected and income from bond call and tender, partially offset by higher returns on alternative investments and the receipt of non-recurring payments on structured securities.

Partially offsetting these decreases were higher policy fees and advisory fees, net of expenses, primarily driven by asset growth in Variable Annuities.

Individual Retirement GAAP Premiums, Premiums and Deposits, Surrenders and Net Flows

For Individual Retirement, premiums primarily represent amounts received on life-contingent payout annuities. Premiums decreased in the first quarter of 2018 compared to the same period in the prior year, primarily due to competitive market rates and continued regulatory uncertainties.

Premiums and deposits is a non GAAP financial measure that includes, in addition to direct and assumed premiums, deposits received on investment-type annuity contracts, FHLB funding agreements and mutual funds under administration.

Net flows for annuity products in Individual Retirement represent premiums and deposits less death, surrender and other withdrawal benefits. Net flows for mutual funds represent deposits less withdrawals. Deposits from FHLB funding agreements were excluded from net flows of Individual Retirement, as net flows from these funding agreements are not considered part of the metric to measure Individual Retirement's core recurring performance.

The following table presents a reconciliation of Individual Retirement GAAP premiums to premiums and deposits:

Three Months Ended March 31,				
(in millions)		**2018**		2017
Premiums	**$**	**12**	$	28
Deposits		**4,347**		3,357
Other		**(1)**		(3)
Premiums and deposits	**$**	**4,358**	$	3,382

The following table presents surrenders as a percentage of average reserves:

Three Months Ended March 31,	2018	2017
Surrenders as a percentage of average reserves		
Fixed Annuities	**7.4%**	7.0%
Variable and Index Annuities	**6.4**	6.0

The following table presents reserves for Fixed Annuities and Variable and Index Annuities by surrender charge category:

	March 31, 2018		December 31, 2017	
(in millions)	Fixed Annuities	Variable and Index Annuities	Fixed Annuities	Variable and Index Annuities
No surrender charge	**$ 31,867**	**$ 19,229**	$ 32,299	$ 18,896
Greater than 0% - 2%	**1,713**	**6,088**	1,704	6,045
Greater than 2% - 4%	**1,422**	**9,708**	1,560	9,470
Greater than 4%	**13,505**	**34,156**	13,329	34,677
Non-surrenderable	**1,625**	**447**	1,665	429
Total reserves	**$ 50,132**	**$ 69,628**	$ 50,557	$ 69,517

Individual Retirement annuities are typically subject to a four- to seven-year surrender charge period, depending on the product. For Variable and Index Annuities, the proportion of reserves subject to surrender charges at March 31, 2018 has decreased compared to December 31, 2017 due to normal aging of the business and continued decline in sales. The increase in reserves with no surrender charge contributed to the increase in the surrender rate for Variable and Index Annuities in the first quarter of 2018 compared to the same period in the prior year. Increases in market interest rates in the first quarter of 2018 contributed to the increase in the surrender rate for Fixed Annuities in the first quarter of 2018 compared to the same period in the prior year.

A discussion of the significant variances in premiums and deposits and net flows for each product line follows:

Individual Retirement Premiums and Deposits (P&D) and Net Flows

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

- **Fixed Annuities** premiums and deposits decreased primarily due to lower bank distribution sales, partially offset by higher broker dealer distribution sales. Net flows declined and continued to be negative primarily due to higher surrenders and lower premiums and deposits primarily driven by competitive market rates and continued regulatory uncertainties.

- **Variable and Index Annuities** premiums and deposits increased primarily due to higher index annuity sales, partially offset by lower variable annuity sales driven by continued regulatory uncertainties. Net flows declined primarily due to higher surrenders partially offset by increased sales.

- **Funding Agreements** premiums and deposits in the first quarter of 2018 reflected deposits from the FHLB funding agreement, which were excluded from reported net flows.

- **Retail Mutual Funds** net flows declined and continued to be negative reflecting lower deposits and higher withdrawals due to continued negative industry trends in U.S. equity actively managed funds.

Group Retirement Results

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Revenues:					
Premiums	**$**	**6**	$	9	(33)%
Policy fees		**112**		99	13
Net investment income		**582**		555	5
Advisory fee and other income		**61**		55	11
Benefits and expenses:					
Policyholder benefits and losses incurred		**16**		21	(24)
Interest credited to policyholder account balances		**275**		278	(1)
Amortization of deferred policy acquisition costs		**25**		22	14
Non deferrable insurance commissions		**29**		27	7
Advisory fee expenses		**22**		18	22
General operating expenses		**102**		102	-
Interest expense		**10**		7	43
Adjusted pre-tax income	**$**	**282**	$	243	16%
Base net investment spread:					
Base yield		**4.53**%		4.68%	(15)bps
Cost of funds		**2.72**		2.81	(9)
Base net investment spread		**1.81**%		1.87%	(6)bps

Business and Financial Highlights

Group Retirement is focused on implementing initiatives to grow its business. However, external factors, including the consolidation of healthcare providers and other employers in target markets, continue to impact Group Retirement's retention. Excluding the impact of deposits from the FHLB funding agreement, premiums and deposits decreased in the first quarter of 2018 compared to the same period in 2017. Net flows declined and continued to be negative primarily due to lower deposits from group plan acquisitions and higher surrenders. Adjusted pre-tax income increased, reflecting higher alternative investment returns and policy fees, as well as the receipt of non-recurring payments on structured securities. Partially offsetting these increases were declines in base net investment spread and gains on securities for which the fair value option was elected.

Group Retirement base net investment spread in the first quarter of 2018 declined compared to the same period in the prior year primarily due to lower reinvestment yields, partially offset by higher accretion income and effective crediting rate management.

Group Retirement Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income increased primarily due to:

- higher net investment income, primarily from the receipt of non-recurring payments on structured securities and higher returns on alternative investments, partially offset by lower gains on securities for which the fair value option was elected and income from bond call and tender; and

- higher policy fees primarily driven by growth in assets.

Partially offsetting these increases was a decline in base net investment spread primarily due to lower reinvestment yields, partially offset by higher accretion income and effective crediting rate management.

Group Retirement GAAP Premiums, Premiums and Deposits, Surrenders and Net Flows

For Group Retirement, premiums primarily represent amounts received on life-contingent payout annuities. Premiums in the first quarter of 2018, which primarily represent immediate annuities, decreased modestly compared to the same period in the prior year reflecting the typical volumes expected for this product.

Premiums and deposits is a non GAAP financial measure that includes, in addition to direct and assumed premiums, deposits received on investment-type annuity contracts, FHLB funding agreements and mutual funds under administration.

Net flows for annuity products included in Group Retirement represent premiums and deposits less death, surrender and other withdrawal benefits. Net flows for mutual funds represent deposits less withdrawals. Deposits from FHLB funding agreements were excluded from net flows of Group Retirement, as net flows from these funding agreements are not considered part of the metric to measure Group Retirement's core recurring performance.

The following table presents a reconciliation of Group Retirement GAAP premiums to premiums and deposits:

Three Months Ended March 31,		
(in millions)	**2018**	2017
Premiums	**$ 6**	$ 9
Deposits	**2,066**	2,031
Premiums and deposits	**$ 2,072**	$ 2,040

The following table presents Group Retirement surrenders as a percentage of average reserves and mutual funds under administration:

Three Months Ended March 31,	2018	2017
Surrenders as a percentage of average reserves and mutual funds	**10.2%**	10.2%

The following table presents reserves for Group Retirement annuities by surrender charge category:

(in millions)		**March 31, 2018(a)**		December 31, 2017(a)
No surrender charge(b)	**$**	**68,492**	$	69,006
Greater than 0% - 2%		**690**		1,087
Greater than 2% - 4%		**1,256**		1,344
Greater than 4%		**5,728**		5,270
Non-surrenderable		**636**		439
Total reserves	**$**	**76,802**	$	77,146

(a) Excludes mutual fund assets under administration of $20.0 billion and $20.2 billion at March 31, 2018 and December 31, 2017, respectively.

(b) Group Retirement amounts in this category include reserves of approximately $6.3 billion, at both March 31, 2018 and December 31, 2017, which are subject to 20 percent annual withdrawal limitations.

Group Retirement annuities are typically subject to a five- to seven-year surrender charge period, depending on the product. At March 31, 2018, Group Retirement annuity reserves declined compared to December 31, 2017 primarily due to negative net flows, as well as less favorable equity market performance in the first quarter of 2018. The amount and proportion of annuity reserves that have no surrender charge decreased primarily due to higher group plan surrenders. The surrender rate in the first quarter of 2018 was unchanged compared to the same period in the prior year.

A discussion of the significant variances in premiums and deposits and net flows follows:

Group Retirement Premiums and Deposits and Net Flows

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Net flows declined and continued to be negative primarily due to lower deposits from group plan acquisitions and higher surrenders, including approximately $405 million of large group plan surrenders. Premiums and deposits in the first quarter of 2018 reflected deposits from the FHLB funding agreement, which were excluded from reported net flows.

Life Insurance Results

Three Months Ended March 31, *(in millions)*	**2018**	2017	Percentage Change
Revenues:			
Premiums	$ **379**	$ 384	(1)%
Policy fees	**377**	360	5
Net investment income	**293**	260	13
Other income	**12**	9	33
Benefits and expenses:			
Policyholder benefits and losses incurred	**646**	593	9
Interest credited to policyholder account balances	**95**	95	-
Amortization of deferred policy acquisition costs	**86**	76	13
Non deferrable insurance commissions	**22**	31	(29)
General operating expenses	**154**	161	(4)
Interest expense	**6**	3	100
Adjusted pre-tax income	$ **52**	$ 54	(4)%

Business and Financial Highlights

Life Insurance is focused on selling profitable new products through strategic channels to enhance future returns. Premiums and deposits in the first quarter of 2018 reflected growth in universal life deposits and international life and health premiums. Adjusted pre-tax income reflected the impact of the aging of the policyholder population base, partially offset by growth in invested assets and higher alternative investment returns.

Life Insurance Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income in the first quarter of 2018 was comparable to the same period in the prior year reflecting higher policyholder benefits in domestic individual life business primarily due to the aging of the policyholder population base.

This decrease was partially offset by increased net investment income primarily due to higher base portfolio income driven by growth in invested assets and higher returns on alternative investments.

Life Insurance GAAP Premiums and Premiums and Deposits

Premiums for Life Insurance represent amounts received on traditional life insurance policies, primarily term life, international life and health and group benefits. Premiums, excluding the effect of foreign exchange, decreased five percent in the first quarter of 2018 compared to the same period in the prior year, primarily due to lower premiums on group benefits policies partially offset by growth in international life and health, including assumed premiums on business distributed by Laya Healthcare.

Premiums and deposits for Life Insurance is a non-GAAP financial measure that includes direct and assumed premiums as well as deposits received on universal life insurance.

The following table presents a reconciliation of Life Insurance GAAP premiums to premiums and deposits:

Three Months Ended March 31,

(in millions)		2018		2017
Premiums	$	379	$	384
Deposits		412		368
Other		178		158
Premiums and deposits	$	969	$	910

A discussion of the significant variances in premiums and deposits follows:

Life Insurance Premiums and Deposits

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Premiums and deposits grew by five percent, excluding the effect of foreign exchange, primarily due to growth in universal life and international life and health, including assumed premiums on business distributed by Laya Healthcare. These increases were partially offset by lower group benefits premiums.

Institutional markets Results

Three Months Ended March 31, *(in millions)*	**2018**	2017	Percentage Change
Revenues:			
Premiums	**$ 49**	$ 415	(88)%
Policy fees	**41**	44	(7)
Net investment income	**187**	140	34
Benefits and expenses:			
Policyholder benefits and losses incurred	**121**	459	(74)
Interest credited to policyholder account balances	**72**	58	24
Amortization of deferred policy acquisition costs	**1**	1	-
Non deferrable insurance commissions	**7**	8	(13)
General operating expenses	**14**	10	40
Interest expense	**3**	1	200
Adjusted pre-tax income	**$ 59**	$ 62	(5)%

Business and Financial Highlights

Institutional Markets continued to opportunistically grow its assets under management, which drove the continuous increase in net investment spread over recent years. Product distribution continues to be strong and the business is focused on maintaining pricing discipline to achieve attractive risk adjusted return.

Institutional Markets Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income in the first quarter of 2018 was comparable to the same period in the prior year. Decreases in premiums and policyholder benefits were primarily due to higher pension risk transfer business written in the first quarter of 2017. Growth in reserves and assets under management drove the increase in net investment income with similar impact to policyholder benefits and interest credited to policyholder account balances.

Institutional markets GAAP Premiums and Premiums and Deposits

Premiums for Institutional Markets primarily represent amounts received on pension risk transfer or structured settlement annuities. Premiums decreased in the first quarter of 2018 compared to the same period in the prior year primarily driven by the pension risk transfer business written in 2017.

Premiums and deposits for Institutional Markets is a non-GAAP financial measure that includes direct premiums as well as deposits received on universal life insurance and investment-type annuity contracts, including GICs and FHLB funding agreements.

The following table presents a reconciliation of Institutional Markets GAAP premiums to premiums and deposits:

Three Months Ended March 31,		
(in millions)	**2018**	2017
Premiums	**$ 49**	$ 415
Deposits	**1,408**	150
Other	**6**	8
Premiums and deposits	**$ 1,463**	$ 573

A discussion of the significant variances in premiums and deposits follows:

Institutional Markets Premiums and Deposits

Three Months Ended March 31,

($ in millions)

2018 and 2017 Comparison

Premiums and deposits increased primarily driven by $1.4 billion in FHLB funding agreements, partially offset by lower sales in pension risk transfer and structured settlements.

Other Operations

The following table presents Other Operations results:

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Adjusted pre-tax income (loss) by activities:					
Fuji Life	**$**	**-**	$	16	NM%
Parent and Other:					
Corporate General operating expenses		**(153)**		(156)	2
Interest expense		**(238)**		(244)	2
Other income, net		**49**		76	(36)
Total Parent and Other		**(342)**		(324)	(6)
Adjusted pre-tax loss before eliminations		**(342)**		(308)	(11)
Consolidation, eliminations and other adjustments		**11**		48	(77)
Adjusted pre-tax loss	**$**	**(331)**	$	(260)	(27)%

2018 and 2017 Comparison

Parent and Other adjusted pre-tax loss increased as a result of lower income from investments accounted for under the fair value option offset by investment income for equity securities. Interest expense decreased as a result of the timing of debt repayments.

Fuji Life was sold on April 30, 2017.

Legacy Portfolio

Legacy Insurance Lines represent exited or discontinued product lines, policy forms or distribution channels. Effective in the first quarter of 2018, DSA Re is included in our Legacy Portfolio.

Legacy General Insurance Run-Off Lines — consists of asbestos and environmental exposures and other exposures within certain Property and Casualty profit centers no longer actively marketed, including excess workers' compensation, environmental impairment liability, public entity liability, accident & health, physicians and surgeons professional liability, and various other workers' compensation and general liability exposures.

Legacy Life and Retirement Run-Off Lines — include whole life, long-term care and exited accident & health product lines. Also includes certain structured settlement, pension risk transfer annuities and single premium immediate annuities written prior to April 2012.

Legacy Investments — include investment classes that we have placed into run-off.

BUSINESS STRATEGY

For Legacy Insurance Lines, securing the interests of our policyholders and insureds is paramount. We have considered and continue to evaluate the following strategies for these lines:

- Third party and affiliated reinsurance and retrocessions to improve capital efficiency
- Commutations of assumed reinsurance and direct policy buy-backs
- Enhance insured policyholder options and claims resolution strategies
- Enhanced asset liability management and expense management

For Legacy Investments, our business strategy is to maximize liquidity to AIG Parent and minimize book value impairments while sourcing for our insurance companies attractive assets for their portfolios.

LEGACY PORTFOLIO RESULTS

Three Months Ended March 31, *(in millions)*		**2018**		2017	Percentage Change
Revenues:					
Premiums	$	141	$	167	(16)%
Policy fees		30		35	(14)
Net investment income		565		730	(23)
Other income (loss)		100		152	(34)
Total adjusted revenues		836		1,084	(23)
Benefits and expenses:					
Policyholder benefits and losses and loss adjustment expenses incurred		506		482	5
Interest credited to policyholder account balances		59		63	(6)
Amortization of deferred policy acquisition costs		18		28	(36)
General operating and other expenses		100		127	(21)
Interest expense		8		42	(81)
Total benefits and expenses		691		742	(7)
Adjusted pre-tax income	$	145	$	342	(58)%
Adjusted pre-tax income by type:					
General Insurance Run-Off Lines	$	62	$	87	(29)%
Life and Retirement Run-Off Lines		28		90	(69)
Legacy Investments		55		165	(67)
Adjusted pre-tax income	$	145	$	342	(58)%

Business and Financial Highlights

In February 2018, we used $2.6 billion of existing Legacy Portfolio cash and investment assets to capitalize DSA Re. These assets included approximately $1.6 billion resulting from an affiliated reinsurance transaction with Eaglestone Reinsurance Company. DSA Re has additional eligible capital under the Bermuda Monetary Authority capital framework in the form of $550 million in letter of credit agreements. In the first quarter of 2018, DSA Re disbursed tax sharing payments of $167 million to AIG Parent.

Legacy Portfolio Adjusted Pre-Tax Income

Three Months Ended March 31,

(in millions)

2018 and 2017 Comparison

Adjusted pre-tax income decreased due to:

- lower Legacy Life and Retirement earnings compared to the first quarter of 2017 due to lower net investment income and a refinement in reserves related to payout annuities, partially offset by modest mortality gains;
- lower Legacy General Insurance earnings compared to the first quarter of 2017 due to lower net investment income; and
- lower Legacy Investment earnings compared to the first quarter of 2017 due to the continued decrease in net assets of the Legacy Investments Portfolio, which was primarily driven by the sale of the Life Settlements portfolio in 2017.

ITEM 2 | **Investments**

Investments

Overview

Our investment strategies are tailored to the specific business needs of each operating unit. The investment objectives are driven by the respective operating segments and AIG Parent. The primary objectives are generation of investment income, preservation of capital, liquidity management and growth of surplus to support the insurance products. The majority of assets backing our insurance liabilities consist of fixed maturity securities.

Investment Highlights in the First Quarter of 2018

- A slight rise in interest rates and widening credit spreads, as well as the adoption of the Recognition and Measurement of Financial Assets and Financial Liabilities standard (Financial Instruments Recognition and Measurement Standard) on January 1, 2018, which resulted in the reclassification of unrealized gains in our equity securities to retained earnings, resulted in a net unrealized loss in our investment portfolio. Net unrealized gains in our available for sale portfolio decreased to approximately $8.6 billion as of March 31, 2018 from approximately $13.9 billion as of December 31, 2017.

- We continued to make investments in structured securities and other fixed maturity securities and increased lending activities in mortgage loans with favorable risk versus return characteristics to improve yields and increase net investment income.

- During the first quarter of 2018, we reduced our hedge fund portfolio by approximately $0.7 billion as a result of redemptions consistent with our planned reduction of exposure.

- Blended investment yields on new investments were lower than blended rates on investments that were sold, matured or called.

- We sold our remaining interest in Arch Capital, which we received as part of the consideration for selling United Guaranty to Arch in 2016.

Investment Strategies

Investment strategies are based on considerations that include the local and general market conditions, liability duration and cash flow characteristics, rating agency and regulatory capital considerations, legal investment limitations, tax optimization and diversification.

Some of our key investment strategies are as follows:

- Fixed maturity securities held by the U.S. insurance companies included in General Insurance consist of a mix of instruments that meet our current risk-return, tax, liquidity, credit quality and diversification objectives.

- Outside of the U.S., fixed maturity securities held by General Insurance companies consist primarily of high-grade securities generally denominated in the currencies of the countries in which we operate.

- While more of a focus is placed on asset-liability management in Life and Retirement companies, our fundamental strategy across all of our investment portfolios is to optimize the duration characteristics of the assets within a target range based on comparable liability characteristics, to the extent practicable.

- AIG Parent, included in Other Operations, actively manages its assets and liabilities in terms of products, counterparties and duration. AIG Parent's liquidity sources are held primarily in the form of cash, short-term investments and publicly traded, investment-grade rated fixed maturity securities. Based upon an assessment of its immediate and longer-term funding needs, AIG Parent purchases publicly traded, investment-grade rated fixed maturity securities that can be readily monetized through sales or repurchase agreements. These securities allow us to diversify sources of liquidity while reducing the cost of maintaining sufficient liquidity.

Attribution of Net Investment Income to Operating Segments

Net investment income is attributed to our businesses based on internal models consistent with the nature of the underlying businesses.

For General Insurance — North America and International and Legacy General Insurance Run-Off Lines, we estimate investable funds based primarily on loss reserves and unearned premiums. The allocation of net investment income of the General Insurance companies to segments is calculated based on these estimated investable funds, consistent with the approximate duration of the liabilities and the required economic capital allocation for each segment.

For Life and Retirement — Individual Retirement, Group Retirement, Life Insurance, and Institutional Markets and Legacy Life and Retirement Run-Off Lines, net investment income is attributed based on invested assets from segregated product line portfolios held in our Life and Retirement companies. All invested assets of the Life and Retirement companies in excess of liabilities are allocated based on estimates of required economic capital allocation for each segment.

Asset Liability Measurement

For the General Insurance companies, the duration of liabilities for long-tail casualty lines is greater than that of other lines. As a result, the investment strategy within the General Insurance companies focuses on growth of surplus and preservation of capital, subject to liability and other business considerations.

The General Insurance companies invest primarily in fixed maturity securities issued by corporations, municipalities and other governmental agencies and also invest in structured securities collateralized by, among other assets, residential and commercial real estate and commercial mortgage loans. While invested assets backing reserves of the General Insurance companies are primarily invested in conventional fixed maturity securities, we have continued to allocate a portion of our investment activity into asset classes that offer higher yields, particularly in the domestic operations. In addition, we continue to invest in both fixed rate and floating rate asset-backed investments for their risk-return attributes, as well as to manage our exposure to potential changes in interest rates. This asset diversification has maintained stable average yields while the overall credit ratings of our fixed maturity securities were largely unchanged. We expect to continue to pursue this investment strategy to meet the General Insurance companies' liquidity, duration and credit quality objectives as well as current risk return and tax objectives.

In addition, the General Insurance companies seek to enhance returns through selective investments in a diversified portfolio of alternative investments. Although these alternative investments are subject to periodic earnings fluctuations, they have historically achieved yields in excess of the fixed maturity portfolio yields and have provided added diversification to the broader portfolio.

Fixed maturity securities of the General Insurance companies' domestic operations, with an average duration of 4.2 years, are currently comprised of corporate bonds, structured securities, taxable municipal bonds and government and agency bonds as well as tax-exempt securities, which provide attractive risk-adjusted after-tax returns. The majority of these high quality investments are rated A or higher based on composite ratings.

Fixed maturity securities held in the General Insurance companies' foreign operations are of high quality, primarily rated A or higher based on composite ratings, with an average duration of 3.5 years.

The investment strategy of the Life and Retirement companies is to maximize net investment income and portfolio value, subject to liquidity requirements, capital constraints, diversification requirements, asset liability management and available investment opportunities.

The Life and Retirement companies use asset liability management as a primary tool to monitor and manage risk in their businesses. The Life and Retirement companies' fundamental investment strategy is to maintain a diversified, high to medium quality portfolio of fixed maturity securities that, to the extent practicable, complements the characteristics of liabilities, including duration, which is a measure of sensitivity to changes in interest rates. The investment portfolio of each product line is tailored to the specific characteristics of its insurance liabilities, and as a result, certain portfolios are shorter in duration and others are longer in duration. An extended low interest rate environment may result in a lengthening of liability durations from initial estimates, primarily due to lower lapses, which may require us to further extend the duration of the investment portfolio.

The Life and Retirement companies invest primarily in fixed maturity securities issued by corporations, municipalities and other governmental agencies; structured securities collateralized by, among other assets, residential and commercial real estate; and commercial mortgage loans.

In addition, the Life and Retirement companies seek to enhance returns through investments in a diversified portfolio of alternative investments. Although these alternative investments are subject to periodic earnings fluctuations, they have historically achieved yields in excess of the fixed maturity portfolio yields. While a diversified portfolio of alternative investments remains a fundamental component of the investment strategy of the Life and Retirement companies, we have reduced the overall size of the hedge fund portfolio, in light of changing market conditions and perceived market opportunities, and to continue reducing the size of the private equity portfolio.

Fixed maturity securities of the Life and Retirement companies domestic operations, with an average duration of 7.3 years, are comprised primarily of taxable corporate bonds, as well as taxable municipal and government bonds, and agency and non agency structured securities. The majority of these investments are held in the available for sale portfolio and are rated investment grade based on its composite ratings.

Fixed maturity securities held in the Life and Retirement companies foreign operations are of high quality, primarily rated A or higher based on composite ratings, with an average duration of 21.9 years.

ITEM 2 | **Investments**

NAIC Designations of Fixed Maturity Securities

The Securities Valuation Office (SVO) of the National Association of Insurance Companies (NAIC) evaluates the investments of U.S. insurers for statutory reporting purposes and assigns fixed maturity securities to one of six categories called 'NAIC Designations.' In general, NAIC Designations of '1' highest quality, or '2' high quality, include fixed maturity securities considered investment grade, while NAIC Designations of '3' through '6' generally include fixed maturity securities referred to as below investment grade. The NAIC has adopted revised rating methodologies for certain structured securities, including non-agency RMBS and CMBS, which are intended to enable a more precise assessment of the value of such structured securities and increase the accuracy in assessing expected losses to better determine the appropriate capital requirement for such structured securities. These methodologies result in an improved NAIC Designation for such securities compared to the rating typically assigned by the three major rating agencies. The following tables summarize the ratings distribution of U.S. Insurance Companies fixed maturity security portfolio by NAIC Designation, and the distribution by composite AIG credit rating, which is generally based on ratings of the three major rating agencies.

For a full description of the composite AIG credit ratings see Investments – Credit Ratings.

The following table presents the fixed maturity security portfolio categorized by NAIC Designation, at fair value:

March 31, 2018
(in millions)

NAIC Designation	1	2	**Total Investment Grade**	3	4	5	6
Other fixed maturity securities	$ 72,865	$66,453	**$ 139,318**	$5,866	$5,172	$1,540	$ 123 **$**
Mortgage-backed, asset-backed and collateralized	62,683	3,071	**65,754**	521	230	109	2,337
Total*	$135,548	$69,524	**$ 205,072**	$6,387	$5,402	$1,649	$2,460 **$**

* Excludes $25.3 billion of fixed maturity securities for which no NAIC Designation is available because they are held in legal entities within U.S. Insurance Companies that do not require a statutory filing.

The following table presents the fixed maturity security portfolio categorized by composite AIG credit rating, at fair value:

March 31, 2018
(in millions)

Composite AIG Credit Rating	AAA/AA/A	BBB	**Total Investment Grade**	BB	B	CCC and Lower	**I**
Other fixed maturity securities	$ 73,207	$ 66,778	**$ 139,985**	$ 5,217	$ 5,248	$ 1,569	**$**

Mortgage-backed, asset-backed and collateralized	45,133	4,371	**49,504**	1,033	760	17,654	
Total*	$ 118,340	$ 71,149	**$ 189,489**	$ 6,250	$ 6,008	$ 19,223	**$**

* Excludes $25.3 billion of fixed maturity securities for which no NAIC Designation is available because they are held in legal entities within U.S. Insurance Companies that do not require a statutory filing.

Credit Ratings

At March 31, 2018, approximately 89 percent of our fixed maturity securities were held by our domestic entities. Approximately 17 percent of these securities were rated AAA by one or more of the principal rating agencies, and approximately 16 percent were rated below investment grade or not rated. Our investment decision process relies primarily on internally generated fundamental analysis and internal risk ratings. Third-party rating services' ratings and opinions provide one source of independent perspective for consideration in the internal analysis.

Moody's Investors Service Inc. (Moody's), Standard & Poor's Financial Services LLC, a subsidiary of S&P Global Inc. (S&P), or similar foreign rating services rate a significant portion of our foreign entities' fixed maturity securities portfolio. Rating services are not available for some foreign-issued securities. Our Credit Risk Management department closely reviews the credit quality of the foreign portfolio's non-rated fixed maturity securities. At March 31, 2018, approximately 23 percent of such investments were either rated AAA or, on the basis of our internal analysis, were equivalent from a credit standpoint to securities rated AAA, and approximately 8 percent were below investment grade or not rated. Approximately 35 percent of the foreign entities' fixed maturity securities portfolio is comprised of sovereign fixed maturity securities supporting policy liabilities in the country of issuance.

Composite AIG Credit Ratings

With respect to our fixed maturity securities, the credit ratings in the table below and in subsequent tables reflect: (a) a composite of the ratings of the three major rating agencies, or when agency ratings are not available, the rating assigned by the NAIC SVO (over 99 percent of total fixed maturity securities), or (b) our equivalent internal ratings when these investments have not been rated by any of the major rating agencies or the NAIC. The "Non-rated" category in those tables consists of fixed maturity securities that have not been rated by any of the major rating agencies, the NAIC or us.

For a discussion of credit risks associated with Investments see Enterprise Risk Management.

The following table presents the composite AIG credit ratings of our fixed maturity securities calculated on the basis of their fair value:

	Available for Sale		Other		Total	
(in millions)	**March 31, 2018**	December 31, 2017	**March 31, 2018**	December 31, 2017	**March 31, 2018**	December 31, 2017
Rating:						
Other fixed maturity securities						
AAA	**$ 11,639**	$ 11,644	**$ 2,633**	$ 2,656	**$ 14,272**	$ 14,300
AA	**28,523**	29,560	**206**	212	**28,729**	29,772
A	**43,890**	45,049	**1,697**	1,745	**45,587**	46,794
BBB	**69,513**	70,636	**79**	138	**69,592**	70,774
Below investment grade	**13,089**	13,173	**19**	17	**13,108**	13,190
Non-rated	**1,052**	1,073	**-**	-	**1,052**	1,073
Total	**$ 167,706**	$ 171,135	**$ 4,634**	$ 4,768	**$ 172,340**	$ 175,903
Mortgage-backed, asset-backed and collateralized						
AAA	**$ 29,659**	$ 30,306	**$ 764**	$ 818	**$ 30,423**	$ 31,124
AA	**8,509**	8,158	**763**	610	**9,272**	8,768
A	**7,539**	7,760	**374**	382	**7,913**	8,142
BBB	**4,269**	4,414	**168**	163	**4,437**	4,577
Below investment grade	**16,218**	17,194	**5,681**	6,004	**21,899**	23,198
Non-rated	**14**	25	**13**	27	**27**	52
Total	**$ 66,208**	$ 67,857	**$ 7,763**	$ 8,004	**$ 73,971**	$ 75,861
Total						
AAA	**$ 41,298**	$ 41,950	**$ 3,397**	$ 3,474	**$ 44,695**	$ 45,424
AA	**37,032**	37,718	**969**	822	**38,001**	38,540
A	**51,429**	52,809	**2,071**	2,127	**53,500**	54,936
BBB	**73,782**	75,050	**247**	301	**74,029**	75,351
Below investment grade	**29,307**	30,367	**5,700**	6,021	**35,007**	36,388

Non-rated	**1,066**	1,098	**13**	27	**1,079**	1,125
Total	**$ 233,914**	$ 238,992	**$ 12,397**	$ 12,772	**$ 246,311**	$ 251,764

ITEM 2 | **Investments**

Available for Sale Investments

The following table presents the fair value of our available for sale securities:

(in millions)	Fair Value at March 31, 2018	Fair Value at December 31, 2017
Bonds available for sale:		
U.S. government and government sponsored entities	$ 2,833	$ 2,656
Obligations of states, municipalities and political subdivisions	17,811	18,644
Non-U.S. governments	15,723	15,659
Corporate debt	131,339	134,176
Mortgage-backed, asset-backed and collateralized:		
RMBS	35,889	37,234
CMBS	13,609	13,841
CDO/ABS	16,710	16,782
Total mortgage-backed, asset-backed and collateralized	66,208	67,857
Total bonds available for sale(a)	233,914	238,992
Equity securities available for sale:		
Common stock	-	1,061
Preferred stock	-	533
Mutual funds	-	114
Total equity securities available for sale(b)	-	1,708
Total	$ 233,914	$ 240,700

(a) At March 31, 2018 and December 31, 2017, the fair value of bonds available for sale held by us that were below investment grade or not rated totaled $30.4 billion and $31.5 billion, respectively.

(b) As a result of the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer classified and accounted for as available for sale securities.

The following table presents the fair value of our aggregate credit exposures to non-U.S. governments for our fixed maturity securities:

(in millions)	March 31, 2018	December 31, 2017
Japan	$ 1,878	$ 1,791
Germany	1,625	1,623
United Kingdom	1,102	1,214
Canada	1,035	1,051
France	936	923

Netherlands		**577**		608
Mexico		**497**		513
Indonesia		**493**		493
United Arab Emirates		**430**		432
Norway		**401**		409
Other		**6,803**		6,659
Total	**$**	**15,777**	$	15,716

The following table presents the fair value of our aggregate European credit exposures by major sector for our fixed maturity securities:

	March 31, 2018					December 31, 2017
(in millions)	Sovereign	Financial Institution	Non-Financial Corporates	Structured Products	**Total**	Total
Euro-Zone countries:						
France	**$ 936**	**$ 1,381**	**$ 2,018**	**$ -**	**$ 4,335**	$ 4,169
Germany	**1,625**	**196**	**2,056**	**1**	**3,878**	3,803
Netherlands	**577**	**916**	**1,148**	**49**	**2,690**	2,868
Belgium	**222**	**115**	**900**	**-**	**1,237**	1,216
Ireland	**11**	**-**	**504**	**618**	**1,133**	1,071
Spain	**-**	**166**	**836**	**-**	**1,002**	1,009
Italy	**-**	**254**	**488**	**-**	**742**	694
Luxembourg	**-**	**36**	**389**	**-**	**425**	436
Finland	**51**	**46**	**70**	**-**	**167**	163
Austria	**29**	**14**	**-**	**-**	**43**	37
Other - EuroZone	**705**	**42**	**238**	**-**	**985**	1,013
Total Euro-Zone	**$ 4,156**	**$ 3,166**	**$ 8,647**	**$ 668**	**$ 16,637**	$ 16,479
Remainder of Europe:						
United Kingdom	**$ 1,102**	**$ 3,414**	**$ 8,333**	**$ 3,642**	**$ 16,491**	$ 16,975
Switzerland	**47**	**1,149**	**1,030**	**-**	**2,226**	2,299
Sweden	**117**	**385**	**165**	**-**	**667**	658
Norway	**401**	**47**	**158**	**-**	**606**	618
Russian Federation	**124**	**24**	**149**	**-**	**297**	284
Other - Remainder of Europe	**147**	**53**	**98**	**-**	**298**	287
Total - Remainder of Europe	**$ 1,938**	**$ 5,072**	**$ 9,933**	**$ 3,642**	**$ 20,585**	$ 21,121
Total	**$ 6,094**	**$ 8,238**	**$ 18,580**	**$ 4,310**	**$ 37,222**	$ 37,600

Investments in Municipal Bonds

At March 31, 2018, the U.S. municipal bond portfolio was composed primarily of essential service revenue bonds and high-quality tax-exempt bonds with 93 percent of the portfolio rated A or higher.

The following table presents the fair values of our available for sale U.S. municipal bond portfolio by state and municipal bond type:

	March 31, 2018				
(in millions)	State General Obligation	Local General Obligation	Revenue	Total Fair Value	December 31, 2017 Total Fair Value
State:					
New York	$ 20	$ 485	$ 2,843	$ 3,348	$ 3,562
California	692	411	2,062	3,165	3,275
Texas	193	668	1,084	1,945	1,992
Illinois	107	124	764	995	908
Massachusetts	468	-	477	945	966
Florida	60	-	582	642	666
Virginia	8	-	613	621	639
Washington	250	7	347	604	650
Ohio	91	-	428	519	575
Washington D.C.	36	-	448	484	497
Georgia	116	87	260	463	566
Pennsylvania	158	22	274	454	418
Maryland	164	91	107	362	380
All other states[(a)]	377	317	2,570	3,264	3,550
Total[(b)(c)]	$ 2,740	$ 2,212	$ 12,859	$ 17,811	$ 18,644

(a) We did not have material credit exposure to the government of Puerto Rico.

(b) Excludes certain university and not-for-profit entities that issue their bonds in the corporate debt market. Includes industrial revenue bonds.

(c) Includes $0.7 billion of pre-refunded municipal bonds.

Investments in Corporate Debt Securities

The following table presents the industry categories of our available for sale corporate debt securities:

Industry Category *(in millions)*	**Fair Value at March 31, 2018**	Fair Value at December 31, 2017
Financial institutions:		
Money Center/Global Bank Groups	$ 9,355	$ 9,295
Regional banks — other	603	562
Life insurance	3,482	3,603
Securities firms and other finance companies	375	386

Insurance non-life	**4,698**	4,893
Regional banks — North America	**6,090**	6,320
Other financial institutions	**9,828**	9,906
Utilities	**18,177**	18,655
Communications	**9,376**	9,756
Consumer noncyclical	**16,113**	15,873
Capital goods	**7,606**	7,797
Energy	**12,841**	13,171
Consumer cyclical	**8,402**	9,166
Basic	**5,902**	6,123
Other	**18,491**	18,670
Total*	**$ 131,339**	$ 134,176

* At March 31, 2018 and December 31, 2017, respectively, approximately 90 and 91 percent of these investments were rated investment grade.

Our investments in the energy category, as a percentage of total investments in available-for-sale fixed maturities, was 5.5 percent at both March 31, 2018 and December 31, 2017. While the energy investments are primarily investment grade and are actively managed, the category continues to experience volatility that could adversely affect credit quality and fair value.

Investments in RMBS

The following table presents AIG's RMBS available for sale securities:

(in millions)		Fair Value at March 31, 2018		Fair Value at December 31, 2017
Agency RMBS	**$**	**14,061**	$	15,002
Alt-A RMBS		**11,382**		11,624
Subprime RMBS		**2,920**		2,947
Prime non-agency		**6,725**		6,891
Other housing related		**801**		770
Total RMBS[(a)(b)]	**$**	**35,889**	$	37,234

(a) Includes approximately $12.0 billion and $12.3 billion at March 31, 2018, and December 31, 2017, respectively, of certain RMBS that had experienced deterioration in credit quality since their origination. *For additional discussion on Purchased Credit Impaired (PCI) Securities see Note 5 to the Condensed Consolidated Financial Statements.*

(b) The weighted average expected life was six years at both March 31, 2018 and December 31, 2017.

Our underwriting practices for investing in RMBS, other asset backed securities (ABS) and CDOs take into consideration the quality of the originator, the manager, the servicer, security credit ratings, underlying characteristics of the mortgages, borrower characteristics, and the level of credit enhancement in the transaction.

Investments in CMBS

The following table presents our CMBS available for sale securities:

(in millions)		Fair Value at March 31, 2018		Fair Value at December 31, 2017
CMBS (traditional)	**$**	**10,896**	$	11,092
Agency		**2,077**		2,093
Other		**636**		656
Total	**$**	**13,609**	$	13,841

The fair value of CMBS holdings remained stable during the first quarter of 2018. The majority of our investments in CMBS are in tranches that contain substantial protection features through collateral subordination. The majority of CMBS holdings are traditional conduit transactions, broadly diversified across property types and geographical areas.

Investments in CDOs

The following table presents our CDO available for sale securities by collateral type:

(in millions)	Fair value at March 31, 2018	Fair value at December 31, 2017
Collateral Type:		
Bank loans (CLO)	**$ 7,997**	$ 8,112
Other	**71**	94
Total	**$ 8,068**	$ 8,206

Commercial Mortgage Loans

At March 31, 2018, we had direct commercial mortgage loan exposure of $29.7 billion. All commercial mortgage loans were current or performing according to their restructured terms.

ITEM 2 | **Investments**

The following table presents the commercial mortgage loan exposure by location and class of loan based on amortized cost:

(dollars in millions)	Number of Loans	Apartments	Offices	Class Retail	Industrial	Hotel	Others	Total	Percent of Total
March 31, 2018									
State:									
New York	**96**	**$ 1,721**	**$ 3,607**	**$ 543**	**$ 298**	**$ 104**	**$ 177**	**$ 6,450**	**22%**
California	**82**	**437**	**1,035**	**298**	**300**	**841**	**359**	**3,270**	**11**
Texas	**57**	**327**	**1,104**	**159**	**83**	**154**	**38**	**1,865**	**6**
Massachusetts	**21**	**714**	**421**	**409**	**-**	**-**	**26**	**1,570**	**5**
New Jersey	**41**	**704**	**46**	**428**	**41**	**28**	**32**	**1,279**	**4**
Florida	**81**	**353**	**82**	**433**	**226**	**18**	**68**	**1,180**	**4**
Illinois	**16**	**410**	**304**	**11**	**25**	**-**	**23**	**773**	**3**
Pennsylvania	**25**	**76**	**22**	**575**	**47**	**26**	**-**	**746**	**3**
Washington D.C.	**12**	**327**	**358**	**-**	**-**	**19**	**-**	**704**	**2**
Ohio	**26**	**162**	**11**	**203**	**238**	**-**	**5**	**619**	**2**
Other states	**249**	**1,755**	**954**	**1,455**	**778**	**553**	**159**	**5,654**	**19**
Foreign	**74**	**1,804**	**804**	**699**	**537**	**638**	**1,107**	**5,589**	**19**
Total*	**780**	**$ 8,790**	**$ 8,748**	**$ 5,213**	**$ 2,573**	**$ 2,381**	**$ 1,994**	**$ 29,699**	**100%**
December 31, 2017									
State:									
New York	97	$ 1,673	$ 3,716	$ 556	$ 265	$ 105	$ 177	$ 6,492	23%
California	86	438	1,055	301	313	845	360	3,312	12
Texas	55	327	934	160	83	154	38	1,696	6
Massachusetts	21	701	384	410	-	-	27	1,522	5
New Jersey	42	667	46	486	41	28	32	1,300	4
Florida	81	319	84	435	227	19	69	1,153	4
Pennsylvania	25	74	22	577	47	26	-	746	3
Illinois	15	315	304	11	25	-	23	678	2
Ohio	26	163	11	205	240	-	5	624	2
Washington D.C.	11	232	359	-	-	19	-	610	2
Other states	253	1,790	964	1,466	696	564	160	5,640	20
Foreign	71	1,464	821	754	86	629	1,069	4,823	17
Total*	783	$ 8,163	$ 8,700	$ 5,361	$ 2,023	$ 2,389	$ 1,960	$ 28,596	100%

* Does not reflect allowance for credit losses.

For additional discussion on commercial mortgage loans see Note 7 to the Consolidated Financial Statements in the 2017 Annual Report.

Impairments

The following table presents impairments by investment type:

Three Months Ended March 31, *(in millions)*	**2018**	2017
Other-than-temporary Impairments:		
Fixed maturity securities, available for sale	**$ 87**	$ 58
Equity securities, available for sale[(a)]	**-**	2
Private equity funds and hedge funds	**-**	8
Subtotal	**87**	68
Other impairments:		
Investments in life settlements	**-**	41
Real estate[(b)]	**10**	52
Total	**$ 97**	$ 161

(a) Upon the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer required to be evaluated for other-than-temporary impairments.

ITEM 2 | **Investments**

(b) Impairments in 2017 include $35 million related to other assets that were sold.

Other-Than-Temporary Impairments

To determine other-than-temporary impairments, we use fundamental credit analyses of individual securities without regard to rating agency ratings. Based on this analysis, we expect to receive cash flows sufficient to cover the amortized cost of all below investment grade securities for which credit impairments were not recognized.

The following tables present other-than-temporary impairment charges recorded in earnings on fixed maturity securities, equity securities, private equity funds and hedge funds.

Other-than-temporary impairment charges by investment type and impairment type:

(in millions)	RMBS	CDO/ABS	CMBS	Other Fixed Maturity	Equities/Other Invested Assets*	**Total**
Three Months Ended March 31, 2018						
Impairment Type:						
Severity	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**
Change in intent	**-**	**-**	**-**	**49**	**-**	**49**
Foreign currency declines	**-**	**-**	**-**	**6**	**-**	**6**
Issuer-specific credit events	**15**	**2**	**6**	**9**	**-**	**32**
Adverse projected cash flows	**-**	**-**	**-**	**-**	**-**	**-**
Total	**$ 15**	**$ 2**	**$ 6**	**$ 64**	**$ -**	**$ 87**
Three Months Ended March 31, 2017						
Impairment Type:						
Severity	$ -	$ -	$ -	$ -	$ -	$ -
Change in intent	-	-	-	1	-	1
Foreign currency declines	-	-	-	10	-	10
Issuer-specific credit events	12	-	15	20	10	57
Adverse projected cash flows	-	-	-	-	-	-
Total	$ 12	$ -	$ 15	$ 31	$ 10	$ 68

* Includes other-than-temporary impairment charges on private equity funds, hedge funds and direct private equity investments. Upon the adoption of the Financial Instruments Recognition and Measurement Standard on January 1, 2018, equity securities are no longer required to be evaluated for other-than-temporary impairments

We recorded other-than-temporary impairment charges in the first quarters of 2018 and 2017 related to:

- issuer-specific credit events;
- securities that we intend to sell or for which it is more likely than not that we will be required to sell;
- declines due to foreign exchange rates;
- adverse changes in estimated cash flows on certain structured securities; and
- securities that experienced severe market valuation declines.

In addition, impairments are recorded on real estate and investments in life settlements.

In periods subsequent to the recognition of an other-than-temporary impairment charge for available for sale fixed maturity securities that is not foreign-exchange related, we generally prospectively accrete into earnings the difference between the new amortized cost and the expected undiscounted recoverable value over the remaining life of the security. The accretion that was recognized for these securities in earnings was $148 million and $188 million in the three-month periods ended March 31, 2018 and 2017, respectively.

For a discussion of our other-than-temporary impairment accounting policy see Note 6 to the Consolidated Financial Statements in the 2017 Annual Report.

The following table shows the aging of the pre-tax unrealized losses of fixed maturity securities, the extent to which the fair value is less than amortized cost or cost, and the number of respective items in each category:

March 31, 2018	Less Than or Equal to 20% of Cost[b]			Greater Than 20% to 50% of Cost[b]			Greater Than 50% of Cost[b]			**Total**		
Aging[a]		Unrealized			Unrealized			Unrealized			**Unrealized**	
(dollars in millions)	Cost[c]	Loss	Items[e]	Cost[c]	Loss	Items[e]	Cost[c]	Loss	Items[e]	**Cost[c]**	**Loss[d]**	**Item**
Investment grade bonds												
0-6 months	$50,268	$1,165	6,405	$ 360	$ 126	7	$ -	$ -	-	**$ 50,628**	**$ 1,291**	**6,**
7-11 months	9,864	364	1,140	-	-	-	-	-	-	**9,864**	**364**	**1,**
12 months or more	13,024	740	1,547	68	20	13	37	23	12	**13,129**	**783**	**1,**
Total	$73,156	$2,269	9,092	$ 428	$ 146	20	$ 37	$ 23	12	**$ 73,621**	**$ 2,438**	**9,**
Below investment grade bonds												
0-6 months	$ 4,838	$ 119	2,248	$ 51	$ 15	32	$ 9	$ 6	7	**$ 4,898**	**$ 140**	**2,**
7-11 months	369	24	270	17	5	13	-	-	-	**386**	**29**	
12 months or more	1,858	122	407	218	59	32	17	9	4	**2,093**	**190**	
Total	$ 7,065	$ 265	2,925	$ 286	$ 79	77	$ 26	$ 15	11	**$ 7,377**	**$ 359**	**3,**
Total bonds												
0-6 months	$55,106	$1,284	8,653	$ 411	$ 141	39	$ 9	$ 6	7	**$ 55,526**	**$ 1,431**	**8,**
7-11 months	10,233	388	1,410	17	5	13	-	-	-	**10,250**	**393**	**1,**
12 months or more	14,882	862	1,954	286	79	45	54	32	16	**15,222**	**973**	**2,**
Total*[e]*	$80,221	$2,534	12,017	$ 714	$ 225	97	$ 63	$ 38	23	**$ 80,998**	**$ 2,797**	**12,**

(a) Represents the number of consecutive months that fair value has been less than cost by any amount.

(b) Represents the percentage by which fair value is less than cost at March 31, 2018.

(c) For bonds, represents amortized cost.

(d) The effect on Net income of unrealized losses after taxes will be mitigated upon realization because certain realized losses will result in current decreases in the amortization of certain DAC.

(e) Item count is by CUSIP by subsidiary.

Change in Unrealized Gains and Losses on Investments

The change in net unrealized gains and losses on investments in the first quarter of 2018 was primarily attributable to decreases in the fair value of fixed maturity securities. For the first quarter of 2018, net unrealized losses related to fixed maturity securities decreased by $5.0 billion due primarily to an increase in rates and a widening of credit spreads.

The change in net unrealized gains and losses on investments in the first quarter of 2017 was primarily attributable to increases in the fair value of fixed maturity securities. For the first quarter of 2017, net unrealized gains related to fixed maturity and equity securities increased by $0.9 billion due primarily to a decrease in rates and a narrowing of credit spreads.

For further discussion of our investment portfolio see also Note 5 to the Condensed Consolidated Financial Statements.

Net Realized Capital Gains and Losses

The following table presents the components of Net realized capital gains (losses):

Three Months Ended March 31,		
(in millions)	**2018**	2017
Sales of fixed maturity securities	**$ 10**	$ 155
Sales of equity securities	**16**	1
Other-than-temporary impairments:		
Severity	**-**	-
Change in intent	**(49)**	(1)
Foreign currency declines	**(6)**	(10)
Issuer-specific credit events	**(32)**	(57)
Adverse projected cash flows	**-**	-
Provision for loan losses	**(24)**	6
Foreign exchange transactions	**53**	159
Variable annuity embedded derivatives, net of related hedges	**147**	(389)
All other derivatives and hedge accounting	**(225)**	13
Impairments on investments in life settlements	**-**	(41)
Other	**91**	49
Net realized capital losses	**$ (19)**	$ (115)

Net realized capital losses in the first quarter of 2018 were lower than the same period in the prior year due primarily to lower derivative losses, which more than offset lower gains on the sales of securities and lower foreign exchange gains. Net realized capital losses in the first quarter of 2018 were primarily related to other-than-temporary impairment charges and derivative losses, which were higher than the gains on sales of securities and foreign exchange gains.

Net realized capital losses in the first quarter of 2017 were primarily related to derivative and hedge accounting losses, and impairments, which were higher than the foreign exchange gains and the gains recognized on the sales of securities.

Variable annuity embedded derivatives, net of related hedges, reflected gains in the first quarter of 2018 compared to losses in the first quarter of 2017 primarily due to changes in the non-performance or “own credit” risk adjustment used in the valuation of the variable annuities with guaranteed minimum withdrawal benefits (GMWB) embedded derivative, which are not hedged as part of our economic hedging program.

For additional discussion of market risk management related to these product features see MD&A – Enterprise Risk Management – Insurance Risks – Life and Retirement Companies’ Key Risks – Variable Annuity Risk Management and Hedging Programs in the 2017 Annual Report. For more information on the economic hedging target and the impact to pre-tax income of this program see Insurance Reserves – Life and Annuity Reserves and DAC – Variable Annuity Guaranteed Benefits and Hedging Results in this MD&A.

For further discussion of our investment portfolio see also Note 5 to the Condensed Consolidated Financial Statements.

Insurance Reserves

Liability for unpaid losses and loss adjustment expenses (Loss Reserves)

The following table presents the components of our gross and net loss reserves by segment and major lines of business:

	March 31, 2018			**December 31, 2017**		
(in millions)	Net liability for unpaid losses and loss adjustment expenses	Reinsurance recoverable on unpaid losses and loss adjustment expenses	Gross liability for unpaid losses and loss adjustment expenses	Net liability for unpaid losses and loss adjustment expenses	Reinsurance recoverable on unpaid losses and loss adjustment expenses	Gross liability for unpaid losses and loss adjustment expenses
General Insurance:						
U.S. Workers' Compensation (net of discount)	**$ 5,366**	**$ 4,892**	**$ 10,258**	$ 5,690	$ 4,974	$ 10,664
U.S. Excess Casualty	**4,647**	**4,071**	**8,718**	4,802	4,053	8,855
U.S. Other Casualty	**5,108**	**4,828**	**9,936**	5,149	4,793	9,942
U.S. Financial Lines	**5,030**	**1,960**	**6,990**	5,104	1,962	7,066
U.S. Property and Special risks	**5,041**	**975**	**6,016**	5,410	968	6,378
U.S. Personal Insurance	**1,444**	**194**	**1,638**	1,380	194	1,574
Europe Casualty and Financial Lines	**7,132**	**1,220**	**8,352**	6,986	1,156	8,142
Europe Property and Special risks	**2,010**	**667**	**2,677**	2,022	632	2,654
Europe and Japan Personal Insurance	**2,423**	**368**	**2,791**	2,348	349	2,697
Other product lines	**5,871**	**2,721**	**8,592**	5,804	2,307	8,111
Unallocated loss adjustment expenses	**1,960**	**1,281**	**3,241**	1,974	1,258	3,232
Total General Insurance	**46,032**	**23,177**	**69,209**	46,669	22,646	69,315
Legacy Portfolio - Run-off Lines:						
U.S. Long Tail Insurance lines (net of discount)	**4,312**	**3,694**	**8,006**	4,465	3,675	8,140
Other run-off product lines	**134**	**66**	**200**	153	65	218
Unallocated loss adjusted expenses	**379**	**113**	**492**	370	111	481
Total Legacy Portfolio - Run-off Lines	**4,825**	**3,873**	**8,698**	4,988	3,851	8,839
Other Operations (Blackboard)	**30**	**161**	**191**	28	211	239
Total	**$ 50,887**	**$ 27,211**	**$ 78,098**	$ 51,685	$ 26,708	$ 78,393

* Includes loss reserve discount of $1.9 billion and $1.8 billion for the three-month period ended March 31, 2018 and year ended December 31, 2017, respectively. *For discussion of loss reserve discount see Note 9 to the Condensed Consolidated Financial Statements.*

PRIOR YEAR DEVELOPMENT

The following table summarizes incurred (favorable) unfavorable prior year development net of reinsurance by segment:

Three Months Ended March 31,		
(in millions)	**2018**	2017
General Insurance:		
North America*	**$ (78)**	$ (78)
International	**(30)**	102
Total General Insurance	**$ (108)**	$ 24
Legacy Portfolio - Run-off Lines	**(2)**	(14)
Total prior year (favorable) unfavorable development	**$ (110)**	$ 10

* Includes the amortization attributed to the deferred gain at inception from the NICO adverse development reinsurance agreement of $62 million and $41 million for the three months ended March 31, 2018 and 2017, respectively. Consistent with our definition of APTI, prior year development excludes the portion of unfavorable prior year reserve development for which we have ceded the risk under the NICO reinsurance agreements of $9 million and $11 million for the three months ended March 31, 2018 and 2017, respectively, and related changes in amortization of the deferred gain of $(23) million and $(3) million over those same periods.

Net Loss Development

In the first quarter of 2018, we recognized favorable prior year loss reserve development of $110 million. For North America, the favorable development was primarily driven by amortization of the deferred gain from the adverse development reinsurance agreement with NICO. For International, the favorable development was driven by Europe and Japan Personal Insurance.

In the first quarter of 2017, we recognized adverse prior year loss reserve development of $10 million. We increased our loss reserves by $102 million as a result of the decision made by the UK Ministry of Justice to reduce the discount rate applied to lump-sum bodily injury payouts, known as the Ogden rate. This prior year loss reserve increase was almost entirely offset by the recognition of the amortization of the deferred gain from the adverse development reinsurance agreement with NICO and favorable development from U.S. Property and Special Risks of $35 million as a result of a reduction in catastrophe losses.

The following tables summarize incurred (favorable) unfavorable prior year development net of reinsurance, by segment and major lines of business, and by accident year groupings:

Three Months Ended March 31, 2018

(in millions)	Total	2017	2016 & Prior
General Insurance North America:			
U.S. Workers' Compensation	**$ (20)**	**$ -**	**$ (20)**
U.S. Excess casualty	**(15)**	**-**	**(15)**
U.S. Other casualty	**(17)**	**(1)**	**(16)**
U.S. Financial lines	**(12)**	**(2)**	**(10)**
U.S. Property and special risks	**(69)**	**(63)**	**(6)**
U.S. Personal insurance	**57**	**56**	**1**
Other product lines	**(2)**	**1**	**(3)**
Total General Insurance North America	**$ (78)**	**$ (9)**	**$ (69)**
General Insurance International:			
Europe casualty and financial lines	**$ 1**	**$ 1**	**$ -**
Europe property and special risks	**3**	**(3)**	**6**
Europe and Japan Personal insurance	**(40)**	**(15)**	**(25)**
Other product lines	**6**	**12**	**(6)**
Total General Insurance International	**$ (30)**	**$ (5)**	**$ (25)**
Legacy Portfolio - Run-off Lines	**(2)**	**(3)**	**1**
Total prior year (favorable) unfavorable development	**$ (110)**	**$ (17)**	**$ (93)**

Three Months Ended March 31, 2017

(in millions)	Total	2016	2015 & Prior
General Insurance North America:			
U.S. Workers' Compensation	$ (13)	$ -	$ (13)
U.S. Excess casualty	(21)	-	(21)
U.S. Other casualty	(16)	(5)	(11)
U.S. Financial lines	5	1	4
U.S. Property and special risks	(45)	(30)	(15)
U.S. Personal insurance	(4)	(10)	6
Other product lines	16	3	13
Total General Insurance North America	$ (78)	$ (41)	$ (37)

General Insurance International:			
Europe casualty and financial lines	$ 99	$ 21	$ 78
Europe property and special risks	26	29	(3)
Europe and Japan Personal insurance	-	(4)	4
Other product lines	(23)	(24)	1
Total General Insurance International	$ 102	$ 22	$ 80
Legacy Portfolio - Run-off Lines	(14)	-	(14)
Total prior year (favorable) unfavorable development	$ 10	$ (19)	$ 29

We note that for certain categories of claims (e.g., construction defect claims and environmental claims) and for reinsurance recoverable, losses may sometimes be reclassified to an earlier or later accident year as more information about the date of occurrence becomes available to us. These reclassifications are shown as development in the respective years in the tables above. This may affect the comparability of the data presented in our tables.

Significant Reinsurance Agreements

In the first quarter of 2017, we entered into an adverse development reinsurance agreement with NICO, a subsidiary of Berkshire Hathaway Inc., under which we transferred to NICO 80 percent of the reserve risk on substantially all of our U.S. Commercial long-tail exposures for accident years 2015 and prior. Under this agreement, we ceded to NICO 80 percent of the losses on subject business paid on or after January 1, 2016 in excess of $25 billion of net paid losses, up to an aggregate limit of $25 billion. We account for this transaction as retroactive reinsurance. This transaction resulted in a gain, which under U.S. GAAP retroactive reinsurance accounting is deferred and amortized into income over the settlement period. NICO created a collateral trust account as security for their claim payment obligations to us, into which they deposited the consideration paid under the agreement, and Berkshire Hathaway Inc. has provided a parental guarantee to secure NICO's obligations under the agreement.

For a description of AIG's catastrophe reinsurance protection for 2018, see Part II, Item 7. MD&A – Enterprise Risk Management – Insurance Risks – General Insurance Companies' Key Risks – Natural Catastrophe Risk in our 2017 Annual Report.

The table below shows the calculation of the deferred gain on the adverse development reinsurance agreement as of March 31, 2018 and as of December 31, 2017, showing the effect of discounting of loss reserves and amortization of the deferred gain.

(in millions)		**March 31, 2018**		December 31, 2017
Gross Covered Losses				
Covered reserves before discount	**$**	**25,700**	$	26,654
Inception to date losses paid		**15,751**		14,788
Attachment point		**(25,000)**		(25,000)
Covered losses above attachment point	**$**	**16,451**	$	16,442
Deferred Gain Development				
Covered losses above attachment ceded to NICO (80%)	**$**	**13,161**	$	13,153
Consideration paid including interest		**(10,188)**		(10,188)
Pre-tax deferred gain before discount and amortization		**2,973**		2,965
Discount on ceded losses(a)		**(1,667)**		(1,539)
Pre-tax deferred gain before amortization		**1,306**		1,426
Inception to date amortization of deferred gain at inception		**(290)**		(228)
Inception to date amortization attributed to changes in deferred gain(b)		**(3)**		(31)
Deferred gain liability reflected in AIG's balance sheet	**$**	**1,013**	$	1,167

(a) For the period from inception to March 31, 2018, the accretion of discount and a reduction in effective interest rates was offset by changes in estimates of the amount and timing of future recoveries under the Adverse Development Reinsurance Agreement.

(b) Excluded from our definition of APTI.

The following table presents the rollforward of activity in the deferred gain from the adverse development reinsurance agreement:

Three Months Ended March 31,				
(in millions)		**2018**		2017
Balance at beginning of year net of discount	**$**	**1,167**	$	-
Gain at inception		**-**		1,116
Unfavorable prior year reserve development ceded to NICO[(a)]		**8**		11
Amortization attributed to deferred gain at inception[(b)]		**(62)**		(41)
Amortization attributed to changes in deferred gain[(c)]		**28**		(2)
Changes in discount on ceded loss reserves		**(128)**		(116)
Balance at end of period, net of discount	**$**	**1,013**	$	968

(a) Prior year reserve development ceded to NICO under the retroactive reinsurance agreement is deferred under U.S. GAAP.

(b) Represents amortization of the deferred gain recognized in APTI.

(c) Excluded from APTI and included in U.S. GAAP.

The lines of business subject to this agreement have been the source of the majority of the prior year adverse development charges over the past several years. The agreement is expected to result in lower capital charges for reserve risks at our U.S. insurance subsidiaries. In addition, we would expect future net investment income to decline as a result of lower invested assets.

For a summary of significant reinsurers see Item 7. MD&A – Enterprise Risk Management – Insurance Operations Risks – General Insurance Companies Key Insurance Risks – Reinsurance Recoverable in our 2017 Annual Report.

LIFE AND ANNUITY reserves and dac

The following section provides discussion of life and annuity reserves and deferred policy acquisition costs.

Variable Annuity Guaranteed Benefits and Hedging Results

Our Individual Retirement and Group Retirement businesses offer variable annuity products with GMWB riders that provide guaranteed living benefit features. The liabilities for GMWB are accounted for as embedded derivatives measured at fair value. The fair value of the embedded derivatives may fluctuate significantly based on market interest rates, equity prices, credit spreads, market volatility, policyholder behavior and other factors.

In addition to risk-mitigating features in our variable annuity product design, we have an economic hedging program designed to manage market risk from GMWB, including exposures to changes in interest rates, equity prices, credit spreads and volatility. The hedging program utilizes derivative instruments, including but not limited to equity options, futures contracts and interest rate swap and swaption contracts, as well as fixed maturity securities with a fair value election.

For additional discussion of market risk management related to these product features see Enterprise Risk Management – Insurance Risks – Life and Retirement Companies Key Risks – Variable Annuity Risk Management and Hedging Programs in our 2017 Annual Report.

Differences in Valuation of Embedded Derivatives and Economic Hedge Target

The variable annuity hedging program utilizes an economic hedge target, which represents an estimate of the underlying economic risks in our GMWB riders. The economic hedge target differs from the U.S. GAAP valuation of the GMWB embedded derivatives primarily due to the following:

- The economic hedge target includes 100 percent of rider fees in present value calculations; the U.S. GAAP valuation reflects only those fees attributed to the embedded derivative such that the initial value at contract issue equals zero;

- The economic hedge target uses best estimate actuarial assumptions and excludes explicit risk margins used for U.S. GAAP valuation, such as margins for policyholder behavior, mortality, and volatility; and

- The economic hedge target excludes the non-performance or “own credit” risk adjustment used in the U.S. GAAP valuation, which reflects a market participant’s view of our claims-paying ability by incorporating an additional spread (the NPA spread) to the swap curve used to discount projected benefit cash flows. Because the discount rate includes the NPA spread and other explicit risk margins, the U.S. GAAP valuation is generally less sensitive to movements in interest rates and other market factors, and to changes from actuarial assumption updates, than the economic hedge target. *For more information on our valuation methodology for embedded derivatives within policyholder contract deposits see Note 4 to the*

Condensed Consolidated Financial Statements.

The market value of the hedge portfolio compared to the economic hedge target at any point in time may be different and is not expected to be fully offsetting. In addition to the derivatives held in conjunction with the variable annuity hedging program, the Life and Retirement companies have cash and invested assets available to cover future claims payable under these guarantees. The primary sources of difference between the change in the fair value of the hedging portfolio and the economic hedge target include:

- Basis risk due to the variance between expected and actual fund returns, which may be either positive or negative;
- Realized volatility versus implied volatility;
- Actual versus expected changes in the hedge target driven by assumptions not subject to hedging, particularly policyholder behavior; and
- Risk exposures that we have elected not to explicitly or fully hedge.

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The following table presents a reconciliation between the fair value of the U.S. GAAP embedded derivatives and the value of our economic hedge target:

(in millions)	March 31, 2018	December 31, 2017
Reconciliation of embedded derivatives and economic hedge target:		
Embedded derivative liability	$ 1,601	$ 1,994
Exclude non-performance risk adjustment	(1,875)	(1,947)
Embedded derivative liability, excluding NPA	3,476	3,941
Adjustments for risk margins and differences in valuation	(1,450)	(1,557)
Economic hedge target liability	$ 2,026	$ 2,384

Impact on Pre-tax Income (Loss)

The impact on our pre-tax income (loss) of the variable annuity guaranteed living benefits and related hedging results includes changes in the fair value of the GMWB embedded derivatives, and changes in the fair value of related derivative hedging instruments, both of which are recorded in Other realized capital gains (losses). Realized capital gains (losses), as well as net investment income from changes in the fair value of fixed maturity securities used in the hedging program, are excluded from adjusted pre-tax income of Individual Retirement and Group Retirement.

The change in the fair value of the embedded derivatives and the change in the value of the hedging portfolio are not expected to be fully offsetting, primarily due to the differences in valuation between the economic hedge target, the U.S. GAAP embedded derivatives and the fair value of the hedging portfolio, as discussed above. When corporate credit spreads widen, the change in the NPA spread generally reduces the fair value of the embedded derivative liabilities, resulting in a gain, and when corporate credit spreads narrow or tighten, the change in the NPA spread generally increases the fair value of the embedded derivative liabilities, resulting in a loss. In addition to changes driven by credit market-related movements in the NPA spread, the NPA balance also reflects changes in business activity and in the net amount at risk from the underlying guaranteed living benefits.

The following table presents the net increase (decrease) to consolidated pre-tax income (loss) from changes in the fair value of the GMWB embedded derivatives and related hedges, excluding related DAC amortization:

Three Months Ended March 31, *(in millions)*	2018	2017
Change in fair value of embedded derivatives, excluding NPA	$ 551	$ 591
Change in fair value of variable annuity hedging portfolio:		
Fixed maturity securities	(77)	11
Interest rate derivative contracts	(406)	(183)
Equity derivative contracts	74	(409)
Change in fair value of variable annuity hedging portfolio	(409)	(581)
Change in fair value of embedded derivatives excluding NPA, net of hedging portfolio	142	10
Change in fair value of embedded derivatives due to NPA spread	72	(185)
Change in fair value of embedded derivatives due to change in NPA volume	(144)	(203)
Total change due to NPA	(72)	(388)
Net impact on pre-tax income (loss)	$ 70	$ (378)
By Consolidated Income Statement line		
Net Investment Income	$ (77)	$ 11
Net Realized capital gains (losses)	147	(389)

Net Impact on pre-tax income (loss)	**$ 70**	$ (378)

The net impact on pre-tax income from the GMWB and related hedges in the first quarter of 2018 (excluding related DAC amortization) was primarily driven by gains from the impact of widening credit spreads on the NPA spread, higher interest rates and equity market volatility, partially offset by the impact on NPA volume of lower expected GMWB payments, driven by higher interest rates. The net impact on pre-tax income from the GMWB and related hedges in the first quarter of 2017 was primarily driven by losses from the impact of tightening credit spreads on the NPA spread, and the impact on the NPA volume of lower expected GMWB payments, driven by higher equity markets.

The change in the fair value of embedded derivatives, excluding NPA, in the first quarter of 2018 reflected gains from equity market volatility and reductions in risk margins due higher interest rates, partially offset by losses from the related hedging portfolio. The change in the fair value of embedded derivatives, excluding NPA, in the first quarter of 2017 was largely offset by the related hedging portfolio.

Fair value gains or losses in the hedging portfolio are typically not fully offset by increases or decreases in liabilities on a U.S. GAAP basis, due to the NPA and other risk margins used for U.S. GAAP valuation that cause the embedded derivatives to be less sensitive to changes in market rates than the hedge portfolio. On an economic basis, the changes in the fair value of the hedge portfolio were partially offset by the decrease in the economic hedge target, as discussed below.

Change in Economic Hedge Target

The decrease in the economic hedge target liability in the first quarter of 2018 was primarily due to widening credit spreads, higher interest rates and equity market volatility.

Change in Fair Value of the Hedging Portfolio

The changes in the fair value of the economic hedge target and, to a lesser extent, the embedded derivatives, were offset in part by the following changes in the fair value of the variable annuity hedging portfolio:

- Changes in the fair value of fixed maturity securities, primarily corporate bonds for which the fair value option has been elected, are used as a capital-efficient way to economically hedge interest rate and credit spread-related risk. The change in the fair value of the corporate bond hedging program in the first quarter of 2018 reflected losses due to increases in interest rates and widening of credit spreads, while the first quarter of 2017 had a small gain, due to tightening of credit spreads. The change in the fair value of the hedging bonds, which is excluded from the adjusted pre-tax income of the Individual Retirement and Group Retirement segments, is reported in net investment income on the Consolidated Statements of Income (Loss).

- Changes in the fair value of interest rate derivative contracts, which included swaps, swaptions and futures, resulted in net losses in the first quarters of 2018 and 2017 driven by higher interest rates.

- The change in the fair value of equity derivative contracts, which included futures and options, reflected gains in the first quarter of 2018 compared to losses in the in the same period in the prior year, which varied based on the relative change in equity market returns in the respective periods.

DAC

The following table summarizes the major components of the changes in DAC, including VOBA, within the Life and Retirement companies, excluding DAC of the Legacy Portfolio:

Three Months Ended March 31, *(in millions)*	**2018**	2017
Balance, beginning of year	**$ 7,637**	$ 7,571
Acquisition costs deferred	**249**	239
Amortization expense:		
Related to realized capital gains and losses	**(27)**	53
All other operating amortization	**(246)**	(228)
Increase (decrease) in DAC due to foreign exchange	**12**	4

Change related to unrealized depreciation (appreciation) of investments	**564**	49
Balance, end of period*	**$ 8,189**	$ 7,688

* DAC balance excluding the amount related to unrealized depreciation (appreciation) of investments was $8.9 billion and $8.4 billion at March 31, 2018 and 2017, respectively.

ITEM 2 | **Insurance Reserves**

DAC and Reserves Related to Unrealized Appreciation of Investments

DAC and Reserves for universal life and investment-type products (collectively, investment-oriented products) are adjusted at each balance sheet date to reflect the change in DAC, unearned revenue, and benefit reserves with an offset to Other comprehensive income (OCI) as if securities available for sale had been sold at their stated aggregate fair value and the proceeds reinvested at current yields (shadow Investment-Oriented Adjustments). Similarly, for long-duration traditional products, significant unrealized appreciation of investments in a sustained low interest rate environment may cause additional future policy benefit liabilities (shadow Loss Adjustments) with an offset to OCI to be recorded.

Shadow adjustments to DAC and unearned revenue generally move in the opposite direction of the change in unrealized appreciation of the available for sale securities portfolio, reducing the reported DAC and unearned revenue balance when market interest rates decline. Conversely, shadow adjustments to benefit reserves generally move in the same direction as the change in unrealized appreciation of the available for sale securities portfolio, increasing reported future policy benefit liabilities balance when market interest rates decline.

Market interest rates increased in the first quarter of 2018, which resulted in a $4.1 billion decrease in the unrealized appreciation of fixed maturity securities held to support businesses in the Life and Retirement companies at March 31, 2018 compared to December 31, 2017. At March 31, 2018, the shadow Investment-Oriented Adjustments reflected increases in DAC and unearned revenues and a decrease in future policy benefit liabilities compared to December 31, 2017, while the shadow Loss Adjustments reflected a decrease in future policy benefit liabilities.

Reserves

The following table presents a rollforward of insurance reserves by operating segments for Life and Retirement, including future policy benefits, policyholder contract deposits, other policy funds, and separate account liabilities, as well as Retail Mutual Funds and Group Retirement mutual fund assets under administration:

Three Months Ended March 31, *(in millions)*	**2018**	2017
Individual Retirement		
Balance at beginning of period, gross	$ 138,571	$ 129,321
Premiums and deposits	4,358	3,382
Surrenders and withdrawals	(3,130)	(2,874)
Death and other contract benefits	(900)	(803)
Subtotal	328	(295)
Change in fair value of underlying assets and reserve accretion, net of policy fees	(1,938)	2,377
Cost of funds*	378	382
Other reserve changes	(95)	(161)
Balance at end of period	137,244	131,624
Reinsurance ceded	(324)	(337)
Total Individual Retirement insurance reserves and mutual fund assets	$ 136,920	$ 131,287
Group Retirement		
Balance at beginning of period, gross	$ 97,306	$ 88,622
Premiums and deposits	2,072	2,040
Surrenders and withdrawals	(2,467)	(2,288)
Death and other contract benefits	(151)	(134)

Subtotal		**(546)**		(382)
Change in fair value of underlying assets and reserve accretion, net of policy fees		**(270)**		2,444
Cost of funds*		**270**		274
Other reserve changes		**(6)**		-
Balance at end of period		**96,754**		90,958
Total Group Retirement insurance reserves and mutual fund assets	**$**	**96,754**	$	90,958

ITEM 2 | **Insurance Reserves**

Life Insurance		
Balance at beginning of period, gross	**$ 19,424**	$ 18,397
Premiums and deposits	**884**	856
Surrenders and withdrawals	**(174)**	(158)
Death and other contract benefits	**(96)**	(131)
Subtotal	**614**	567
Change in fair value of underlying assets and reserve accretion, net of policy fees	**(247)**	(204)
Cost of funds*	**95**	95
Other reserve changes	**(180)**	(322)
Balance at end of period	**19,706**	18,533
Reinsurance ceded	**(1,061)**	(1,074)
Total Life Insurance reserves	**$ 18,645**	$ 17,459
Institutional Markets		
Balance at beginning of period, gross	**$ 18,580**	$ 15,385
Premiums and deposits	**1,463**	573
Surrenders and withdrawals	**(522)**	(199)
Death and other contract benefits	**(107)**	(95)
Subtotal	**834**	279
Change in fair value of underlying assets and reserve accretion, net of policy fees	**61**	56
Cost of funds*	**72**	58
Other reserve changes	**32**	37
Balance at end of period	**19,579**	15,815
Reinsurance ceded	**(3)**	(3)
Total Institutional Markets reserves	**$ 19,576**	$ 15,812
Total insurance reserves and mutual fund assets		
Balance at beginning of period, gross	**$ 273,881**	$ 251,725
Premiums and deposits	**8,777**	6,851
Surrenders and withdrawals	**(6,293)**	(5,519)
Death and other contract benefits	**(1,254)**	(1,163)
Subtotal	**1,230**	169
Change in fair value of underlying assets and reserve accretion, net of policy fees	**(2,394)**	4,673
Cost of funds*	**815**	809
Other reserve changes	**(249)**	(446)
Balance at end of period	**273,283**	256,930
Reinsurance ceded	**(1,388)**	(1,414)
Total insurance reserves and mutual fund assets	**$ 271,895**	$ 255,516

* Excludes amortization of deferred sales inducements.

Insurance reserves of Life and Retirement, as well as Retail Mutual Funds and Group Retirement mutual fund assets under administration, were comprised of the following balances:

(in millions)	**March 31, 2018**	December 31, 2017
Future policy benefits	**$ 13,678**	$ 13,592
Policyholder contract deposits	**133,419**	130,735
Other policy funds	**440**	401
Separate account liabilities	**88,635**	90,819
Total insurance reserves	**236,172**	235,547

Mutual fund assets		**37,111**		38,334
Total insurance reserves and mutual fund assets	**$**	**273,283**	$	273,881

Liquidity and Capital Resources

Overview

Liquidity refers to the ability to generate sufficient cash resources to meet our payment obligations. It is defined as cash and unencumbered assets that can be monetized in a short period of time at a reasonable cost. We manage our liquidity prudently through various risk committees, policies and procedures, and a stress testing and liquidity risk framework established by our Treasury group with oversight by Enterprise Risk Management (ERM). Our liquidity risk framework is designed to manage liquidity at both AIG Parent and its subsidiaries to meet our financial obligations for a minimum of six months under a liquidity stress scenario.

See Part II, Item 7. MD&A — Enterprise Risk Management — Risk Appetite, Limits, Identification, and Measurement in the 2017 Annual Report and Enterprise Risk Management — Liquidity Risk Management below for additional information.

Capital refers to the long-term financial resources available to support the operation of our businesses, fund business growth, and cover financial and operational needs that arise from adverse circumstances. Our primary source of ongoing capital generation is derived from the profitability of our insurance subsidiaries. We must comply with numerous constraints on our minimum capital positions. These constraints drive the requirements for capital adequacy at AIG and the individual businesses and are based on internally-defined risk tolerances, regulatory requirements, rating agency and creditor expectations and business needs. Actual capital levels are monitored on a regular basis, and using ERM's stress testing methodology, we evaluate the capital impact of potential macroeconomic, financial and insurance stresses in relation to the relevant capital constraints of both AIG and our insurance subsidiaries.

We believe that we have sufficient liquidity and capital resources to satisfy future requirements and meet our obligations to policyholders, customers, creditors and debt-holders, including those arising from reasonably foreseeable contingencies or events.

Nevertheless, some circumstances may cause our cash or capital needs to exceed projected liquidity or readily deployable capital resources. Additional collateral calls, deterioration in investment portfolios or reserve strengthening affecting statutory surplus, higher surrenders of annuities and other policies, downgrades in credit ratings, or catastrophic losses may result in significant additional cash or capital needs and loss of sources of liquidity and capital. In addition, regulatory and other legal restrictions could limit our ability to transfer funds freely, either to or from our subsidiaries.

Depending on market conditions, regulatory and rating agency considerations and other factors, we may take various liability and capital management actions. Liability management actions may include, but are not limited to, repurchasing or redeeming outstanding debt, issuing new debt or engaging in debt exchange offers. Capital management actions may include, but are not limited to, paying dividends to our shareholders and share and/or warrant repurchases.

LIQUIDITY AND CAPITAL RESOURCES ACTIVITY FOR the first quarter of 2018

Sources

AIG Parent Funding from Subsidiaries[a]

During the first quarter of 2018, AIG Parent received $696 million in dividends from subsidiaries. Of this amount, $310 million consisted of dividends in the form of cash and fixed maturity securities from our General Insurance companies and $386 million consisted of dividends and loan repayments in the form of cash from our Life and Retirement companies.

AIG Parent also received a net amount of $378 million in tax sharing payments in the form of cash from our insurance businesses in the first quarter of 2018. The tax sharing payments may be subject to adjustment in future periods.

Debt Issuance

In March 2018, we issued $750 million aggregate principal amount of 4.200% Notes Due 2028; $1.0 billion aggregate principal amount of 4.750% Notes Due 2048; and $750 million aggregate principal amount of 5.750% Fixed-To-Floating Rate Series A-9 Junior Subordinated Debentures Due 2048 (Junior Subordinated Debentures). We intend to use the net proceeds from these offerings for general corporate purposes, including funding a portion of the consideration for the acquisition of Validus.

We will be required to redeem the Junior Subordinated Debentures at a redemption price equal to 101 percent of the principal amount of the Junior Subordinated Debentures, plus accrued and unpaid interest (i) if our acquisition of Validus is not consummated on or prior to September 21, 2018 (or such later date as extended by agreement under the agreement to purchase Validus) or (ii) if prior to such date the agreement to purchase Validus is terminated.

Uses

Debt Reduction[b]

We made repurchases of and repayments on debt instruments of approximately $1.4 billion during the first quarter of 2018. AIG Parent made interest payments on our debt instruments totaling $260 million during the first quarter of 2018.

Dividend

We paid a cash dividend of $0.32 per share on AIG Common Stock during the first quarter of 2018 totaling $289 million.

Repurchase of Common Stock

We repurchased approximately 5 million shares of AIG Common Stock during the first quarter of 2018, for an aggregate purchase price of approximately $298 million.

(a) In April 2018, we received approximately $180 million in additional dividends in the form of cash from our General Insurance companies. These dividends had been declared during the first quarter of 2018.

(b) In April 2018, we announced that we will redeem all of our outstanding 8.000% Series A-7 Junior Subordinated Debentures and 8.625% Series A-8 Junior Subordinated Debentures on May 22, 2018, in each case for a redemption price of 100 percent of the principal amount, plus accrued and unpaid interest. As of April 20, 2018, €12,350,000 aggregate principal amount of the Series A-7 Junior Subordinated

Debentures were outstanding and £5,500,000 aggregate principal amount of the Series A-8 Junior Subordinated Debentures were outstanding.

Analysis of Sources and Uses of Cash

The following table presents selected data from AIG's Consolidated Statements of Cash Flows:

Three Months Ended March 31, *(in millions)*		**2018**		2017
Sources:				
Net cash provided by other investing activities	$	-	$	14,499
Changes in policyholder contract balances		2,909		320
Issuance of long-term debt		3,039		151
Total sources		5,948		14,970
Uses:				
Net cash used in operating activities		(938)		(10,336)
Net cash used in other investing activities		(1,972)		-
Repayments of long-term debt		(1,327)		(602)
Purchases of AIG Common Stock		(298)		(3,585)
Dividends paid		(289)		(307)
Net cash used in other financing activities		(1,548)		(25)
Total uses		(6,372)		(14,855)
Effect of exchange rate changes on cash and restricted cash		58		(82)
Increase (decrease) in cash and restricted cash	$	(366)	$	33

The following table presents a summary of AIG's Consolidated Statement of Cash Flows:

Three Months Ended March 31, *(in millions)*		**2018**		2017
Summary:				
Net cash provided by (used in) operating activities	$	(938)	$	(10,336)
Net cash provided by (used in) investing activities		(1,972)		14,499
Net cash provided by (used in) financing activities		2,486		(4,048)
Effect of exchange rate changes on cash and restricted cash		58		(82)
Increase (decrease) in cash and restricted cash		(366)		33
Cash and restricted cash at beginning of year		2,737		2,107
Change in cash of businesses held for sale		-		52
Cash and restricted cash at end of period	$	2,371	$	2,192

Operating Cash Flow Activities

Insurance companies generally receive most premiums in advance of the payment of claims or policy benefits. The ability of insurance companies to generate positive cash flow is affected by the frequency and severity of losses under their insurance policies, policy retention rates and operating expenses.

Interest payments totaled $357 million in the first quarter of 2018 compared to $354 million in the first quarter of 2017. Excluding interest payments, AIG had operating cash outflows of $581 million in the first quarter of 2018 compared to operating cash outflows of $10.0 billion in the first quarter of 2017. The operating cash outflow in the first quarter of 2017 was primarily due to payment for the adverse development reinsurance agreement entered into with NICO.

Investing Cash Flow Activities

Net cash used by investing activities in the first quarter of 2018 was $2.0 billion compared to investing cash inflows of $14.5 billion in the first quarter of 2017. The first quarter of 2017 included sales of certain investments to fund the adverse development reinsurance agreement entered into with NICO.

Financing Cash Flow Activities

Net cash provided by financing activities in the first quarter of 2018 reflected:

- approximately $289 million in the aggregate to pay a dividend of $0.32 per share on AIG Common Stock;
- approximately $298 million to repurchase approximately 5 million shares of AIG Common Stock; and
- approximately $1.7 billion in net inflows from the issuance and repayment of long-term debt.

Net cash used in financing activities in the first quarter of 2017 reflected:

- approximately $307 million in the aggregate to pay a dividend of $0.32 per share on AIG Common Stock;
- approximately $3.6 billion to repurchase approximately 56 million shares of AIG Common Stock; and
- approximately $451 million in net outflows from the issuance and repayment of long-term debt.

Liquidity and Capital Resources of AIG Parent and Subsidiaries

AIG Parent

As of March 31, 2018, AIG Parent had approximately $13.0 billion in liquidity sources. AIG Parent's liquidity sources are primarily held in the form of cash, short-term investments and publicly traded, investment grade rated fixed maturity securities. Fixed maturity securities primarily include U.S. government and government sponsored entity securities, U.S. agency mortgage-backed securities, corporate and municipal bonds and certain other highly rated securities. AIG Parent actively manages its assets and liabilities in terms of products, counterparties and duration. Based upon an assessment of funding needs, the liquidity sources can be readily monetized through sales or repurchase agreements or contributed as admitted assets to regulated insurance companies. AIG Parent liquidity is monitored through the use of various internal liquidity risk measures. AIG Parent's primary sources of liquidity are dividends, distributions, loans and other payments from subsidiaries and credit facilities. AIG Parent's primary uses of liquidity are for debt service, capital and liability management, and operating expenses.

We believe that we have sufficient liquidity and capital resources to satisfy our reasonably foreseeable future requirements and meet our obligations to our creditors, debt-holders and insurance company subsidiaries. We expect to access the debt markets from time to time to meet funding requirements as needed.

We utilize our capital resources to support our businesses, with the majority of capital allocated to our insurance operations. Should we have or generate more capital than is needed to support our business strategies (including organic growth or acquisition opportunities) or mitigate risks inherent to our business, we may develop plans to distribute such capital to shareholders via dividends or share repurchase authorizations or deploy such capital towards liability management.

In the normal course, it is expected that a portion of the capital released by our insurance operations, by our other operations or through the utilization of AIG's deferred tax assets may be available to support our business strategies, for distribution to shareholders or for liability management.

In developing plans to distribute capital, AIG considers a number of factors, including, but not limited to: AIG's business and strategic plans, expectations for capital generation and utilization, AIG's funding capacity and capital resources in comparison to internal benchmarks, as well as rating agency expectations, regulatory standards and internal stress tests for capital.

The following table presents AIG Parent's liquidity sources:

(In millions)	**As of March 31, 2018**	As of December 31, 2017
Cash and short-term investments[(a)]	**$ 4,642**	$ 2,114
Unencumbered fixed maturity securities[(b)]	**3,815**	5,172
Total AIG Parent liquidity	**8,457**	7,286
Available capacity under syndicated credit facility[(c)]	**4,500**	4,500
Total AIG Parent liquidity sources	**$ 12,957**	$ 11,786

(a) Cash and short-term investments include reverse repurchase agreements totaling $3.6 billion and $1.7 billion as of March 31, 2018 and December 31, 2017, respectively.

(b) Unencumbered securities consist of publicly traded, investment grade rated fixed maturity securities. Fixed maturity securities primarily include U.S. government and government sponsored entity securities, U.S. agency mortgage-backed securities, corporate and municipal bonds and certain other highly rated securities.

(c) For additional information relating to this syndicated credit facility see Credit Facilities below.

Insurance Companies

We expect that our insurance companies will be able to continue to satisfy reasonably foreseeable future liquidity requirements and meet their obligations, including those arising from reasonably foreseeable contingencies or events, through cash from operations and, to the extent necessary, monetization of invested assets. Our insurance companies' liquidity resources are primarily held in the form of cash, short-term investments and publicly traded, investment grade rated fixed maturity securities.

Each of our material insurance companies' liquidity is monitored through various internal liquidity risk measures. The primary sources of liquidity are premiums, fees, reinsurance recoverables and investment income and maturities. The primary uses of liquidity are paid losses, reinsurance payments, benefit claims, surrenders, withdrawals, interest payments, dividends, expenses, investment purchases and collateral requirements.

Our General Insurance companies may require additional funding to meet capital or liquidity needs under certain circumstances. Large catastrophes may require us to provide additional support to our affected operations. Downgrades in our credit ratings could put pressure on the insurer financial strength ratings of our subsidiaries, which could result in non renewals or cancellations by policyholders and adversely affect the subsidiary's ability to meet its own obligations. Increases in market interest rates may adversely affect the financial strength ratings of our subsidiaries, as rating agency capital models may reduce the amount of available capital relative to required capital. Other potential events that could cause a liquidity strain include an economic collapse of a nation or region significant to our operations, nationalization, catastrophic terrorist acts, pandemics or other events causing economic or political upheaval.

Management believes that because of the size and liquidity of our Life and Retirement companies' investment portfolios, normal deviations from projected claim or surrender experience would not create significant liquidity risk. Furthermore, our Life and Retirement companies' products contain certain features that mitigate surrender risk, including surrender charges. However, in times of extreme capital markets disruption, liquidity needs could outpace resources. As part of their risk management framework, our Life and Retirement companies continue to evaluate and, where appropriate, pursue strategies and programs to improve their liquidity position and facilitate their ability to maintain a fully invested asset portfolio.

Certain of our U.S. insurance companies are members of the Federal Home Loan Banks (FHLBs) in their respective districts. Borrowings from the FHLBs are used to supplement liquidity or for other uses deemed appropriate by management. Our U.S. General Insurance companies had outstanding borrowings from the FHLBs in an aggregate amount of approximately $80 million and $190 million at March 31, 2018 and December 31, 2017, respectively. The outstanding borrowings at March 31, 2018 were used primarily for short-term cash management purposes. Our U.S. Life and Retirement companies had no outstanding borrowings in the form of cash advances from the FHLBs at March 31, 2018 or December 31, 2017. In addition, $3.4 billion and $606 million were due to the FHLBs in the respective districts of our U.S. Life and Retirement companies at March 31, 2018 and December 31, 2017, respectively, under funding agreements issued through our Individual Retirement, Group Retirement and Institutional Markets operating segments, which were reported in Policyholder contract deposits.

Certain of our U.S. Life and Retirement companies have programs, which began in 2012, that lend securities from their investment portfolio to supplement liquidity or for other uses as deemed appropriate by management. Under these programs, these U.S. Life and Retirement companies lend securities to financial institutions and receive cash as collateral equal to 102 percent of the fair value of the loaned securities. Cash collateral received is invested in short-term investments. Additionally, the aggregate amount of securities that a Life and Retirement company is able to lend under its program at any time is limited to five percent of its general account statutory-basis admitted assets. At both March 31, 2018 and December 31, 2017, our U.S. Life and Retirement companies had $2.9 billion of securities subject to these agreements and $3.0 billion of liabilities to borrowers for collateral received.

AIG generally manages capital between AIG Parent and our insurance companies through internal, Board-approved policies and limits, as well as management standards. In addition, AIG Parent has unconditional capital maintenance agreements (CMAs) in place with certain subsidiaries. Nevertheless, regulatory and other legal restrictions could limit our ability to transfer capital freely, either to or from our subsidiaries.

In February 2018, AIG Parent entered into a CMA with DSA Re. Among other things, the CMA provides that AIG Parent will maintain available statutory capital and surplus of DSA Re's long term business fund and its general business account at or above a stress threshold percentage of its projected enhanced capital requirement in respect of the applicable fund, as defined under Bermuda law. As of March 31, 2018, the stress threshold percentage under this CMA was 125 percent.

AIG Parent and/or certain subsidiaries are parties to several letter of credit agreements with various financial institutions. These financial institutions issue letters of credit from time to time to certain of our General Insurance companies for insurance regulatory and reinsurance collateral purposes or for capital support, and the total outstanding amount of issued letters of credit for these purposes was approximately $2.4 billion at March 31, 2018. Letters of credit issued in support of the Life and Retirement companies totaled approximately $906 million at March 31, 2018. In the first quarter of 2018, AIG Parent issued letters of credit in support of DSA Re that totaled $550 million at March 31, 2018.

During 2016, we created a new Switzerland-domiciled international holding company, AIG International Holdings, GmbH (AIGIH), which is intended to be the ultimate holding company for all of our international entities. This international holding company structure is part of our ongoing efforts to simplify our organizational structure, and is expected to facilitate the optimization of our international capital strategy from both a regulatory and a tax perspective. Through May 2, 2018, substantially all of our international operations have been transferred to AIGIH. We will continue to monitor our international holding company structure in light of regulatory, tax and other developments, to ensure that this strategy continues to be effective.

In the first quarter of 2018, our General Insurance companies paid approximately $310 million in dividends in the form of cash and fixed maturity securities to AIG Parent. The fixed maturity securities primarily included U.S. government and government-sponsored entity securities, U.S. agency mortgage-backed securities, corporate and municipal bonds and certain other highly rated securities.

In the first quarter of 2018, our Life and Retirement companies collectively paid a total of $386 million in dividends and loan repayments in the form of cash to AIG Parent.

Credit Facilities

We maintain a committed, revolving syndicated credit facility (the Facility) as a potential source of liquidity for general corporate purposes. The Facility provides for aggregate commitments by the bank syndicate to provide unsecured revolving loans and/or standby letters of credit of up to $4.5 billion without any limits on the type of borrowings and is scheduled to expire in June 2022.

As of March 31, 2018, a total of $4.5 billion remains available under the Facility. Our ability to utilize the Facility is not contingent on our credit ratings. However, our ability to utilize the Facility is conditioned on the satisfaction of certain legal, operating, administrative and financial covenants and other requirements contained in the Facility. These include covenants relating to our maintenance of a specified total consolidated net worth and total consolidated debt to total consolidated capitalization. Failure to satisfy these and other requirements contained in the Facility would restrict our access to the Facility and could have a material adverse effect on our financial condition, results of operations and liquidity. We expect to utilize the Facility from time to time, and may use the proceeds for general corporate purposes.

Contractual Obligations

The following table summarizes contractual obligations in total, and by remaining maturity:

March 31, 2018			Payments due by Period			
(in millions)	Total Payments	Remainder of 2018	2019 - 2020	2021 - 2022	2023	Thereafter
Insurance operations						
Loss reserves	**$ 80,019**	$ 18,155	$ 22,970	$ 12,837	$ 4,195	$ 21,862
Insurance and investment contract liabilities	**242,309**	12,871	30,140	28,273	13,005	158,020
Borrowings	**995**	-	122	231	-	642
Interest payments on borrowings	**878**	26	99	99	50	604
Other long-term obligations	**-**	-	-	-	-	-
Total	**$ 324,201**	$ 31,052	$ 53,331	$ 41,440	$ 17,250	$ 181,128
Other						
Borrowings	**$ 25,858**	$ 990	$ 2,637	$ 3,250	$ 1,838	$ 17,143
Interest payments on borrowings	**16,546**	1,030	2,110	1,836	838	10,732
Other long-term obligations	**440**	68	177	161	-	34
Total	**$ 42,844**	$ 2,088	$ 4,924	$ 5,247	$ 2,676	$ 27,909
Consolidated						
Loss reserves	**$ 80,019**	$ 18,155	$ 22,970	$ 12,837	$ 4,195	$ 21,862
Insurance and investment contract liabilities	**242,309**	12,871	30,140	28,273	13,005	158,020
Borrowings	**26,853**	990	2,759	3,481	1,838	17,785
Interest payments on borrowings	**17,424**	1,056	2,209	1,935	888	11,336
Other long-term obligations[(a)]	**440**	68	177	161	-	34
Total[(b)]	**$ 367,045**	$ 33,140	$ 58,255	$ 46,687	$ 19,926	$ 209,037

(a) Primarily includes contracts to purchase future services and other capital expenditures.

(b) Does not reflect obligations in connection with the agreement to purchase Validus Holdings, Ltd., which was entered into on January 21, 2018 and is expected to close mid-2018 subject to obtaining the relevant regulatory approvals and other customary closing conditions. Also does not reflect unrecognized tax benefits of $4.7 billion. *See Note 14 to the Condensed Consolidated Financial Statements for additional information.*

Loss Reserves

Loss reserves relate to our General Insurance companies and represent estimates of future loss and loss adjustment expense payments estimated based on historical loss development payment patterns. Due to the significance of the assumptions used, the payments by period presented above could be materially different from actual required payments. We believe that our General Insurance companies maintain adequate financial resources to meet the actual required payments under these obligations.

Insurance and Investment Contract Liabilities

Insurance and investment contract liabilities, including GIC liabilities, relate to our Life and Retirement companies. These liabilities include various investment-type products with contractually scheduled maturities, including periodic payments. These liabilities also include benefit and claim liabilities, of which a significant portion represents policies and contracts that do not have stated contractual maturity dates and may not result in any future payment obligations. For these policies and contracts (i) we are not currently making payments until the occurrence of an insurable event, such as death or disability, (ii) payments are conditional on survivorship or (iii) payment may occur due to a surrender or other non-scheduled event beyond our control.

We have made significant assumptions to determine the estimated undiscounted cash flows of these contractual policy benefits. These assumptions include mortality, morbidity, future lapse rates, expenses, investment returns and interest crediting rates, offset by expected future deposits and premiums on in-force policies. Due to the significance of the assumptions, the periodic amounts presented could be materially different from actual required payments. The amounts presented in this table are undiscounted and exceed the future policy benefits and policyholder contract deposits included in the Consolidated Balance Sheets.

We believe that our Life and Retirement companies have adequate financial resources to meet the payments actually required under these obligations. These subsidiaries have substantial liquidity in the form of cash and short-term investments. In addition, our Life and Retirement companies maintain significant levels of investment grade rated fixed maturity securities, including substantial holdings in government and corporate bonds, and could seek to monetize those holdings in the event operating cash flows are insufficient. We expect liquidity needs related to GIC liabilities to be funded through cash flows generated from maturities and sales of invested assets.

Borrowings

Our borrowings exclude those incurred by consolidated investments and include hybrid financial instrument liabilities recorded at fair value. We expect to repay the long-term debt maturities and interest accrued on borrowings by AIG through maturing investments and dispositions of invested assets, future cash flows from operations, cash flows generated from invested assets, future debt issuance and other financing arrangements. Borrowings supported by assets of AIG include various notes and bonds payable as well as GIAs that are supported by cash and investments held by AIG Parent and certain non-insurance subsidiaries for the repayment of those obligations.

Off-Balance Sheet Arrangements and Commercial Commitments

The following table summarizes Off-Balance Sheet Arrangements and Commercial Commitments in total, and by remaining maturity:

March 31, 2018			Amount of Commitment Expiring				
(in millions)	Total Amounts Committed		Remainder of 2018	2019 - 2020	2021 - 2022	2023	Thereafter
Insurance operations							
Guarantees:							
Standby letters of credit	$	**125**	$ 111	$ 2	$ -	$ -	$ 12
Guarantees of indebtedness		**63**	63	-	-	-	-
All other guarantees[(a)]		**2**	-	-	2	-	-
Commitments:							
Investment commitments[(b)]		**2,636**	1,582	828	189	10	27
Commitments to extend credit		**2,627**	1,738	371	366	77	75
Letters of credit		**5**	5	-	-	-	-
Total[(c)]	$	**5,458**	$ 3,499	$ 1,201	$ 557	$ 87	$ 114
Other							
Guarantees:							
Liquidity facilities[(d)]	$	**74**	$ -	$ -	$ -	$ -	$ 74
Standby letters of credit		**85**	85	-	-	-	-
All other guarantees		**84**	7	28	28	14	7
Commitments:							
Investment commitments[(b)]		**255**	26	18	95	62	54
Commitments to extend credit[(e)]		**200**	-	200	-	-	-
Letters of credit		**17**	17	-	-	-	-
Total[(c)(f)]	$	**715**	$ 135	$ 246	$ 123	$ 76	$ 135
Consolidated							
Guarantees:							
Liquidity facilities[(d)]	$	**74**	$ -	$ -	$ -	$ -	$ 74
Standby letters of credit		**210**	196	2	-	-	12
Guarantees of indebtedness		**63**	63	-	-	-	-

All other guarantees[(a)]	**86**	7	28	30	14	7
Commitments:						
Investment commitments[(b)]	**2,891**	1,608	846	284	72	81
Commitments to extend credit[(e)]	**2,827**	1,738	571	366	77	75
Letters of credit	**22**	22	-	-	-	-
Total[(c)(f)]	**$ 6,173**	$ 3,634	$ 1,447	$ 680	$ 163	$ 249

(a) Includes construction guarantees connected to affordable housing investments by our Life and Retirement companies. Excludes potential amounts for indemnification obligations included in asset sales agreements. *For further information on indemnification obligations see Note 10 to the Condensed Consolidated Financial Statements.*

(b) Includes commitments to invest in private equity funds, hedge funds and other funds and commitments to purchase and develop real estate in the United States and abroad. The commitments to invest in private equity funds, hedge funds and other funds are called at the discretion of each fund, as needed for funding new investments or expenses of the fund. The expiration of these commitments is estimated in the table above based on the expected life cycle of the related fund, consistent with past trends of requirements for funding. Investors under these commitments are primarily insurance and real estate subsidiaries.

(c) Does not include guarantees, CMAs or other support arrangements among AIG consolidated entities.

(d) Primarily represents liquidity facilities provided in connection with certain municipal swap transactions and collateralized bond obligations.

(e) Includes a senior unsecured revolving credit facility of up to $200 million between AerCap Ireland Capital Designated Activity Company, as borrower, and AIG Parent, as lender (the AerCap Credit Facility) scheduled to mature in October 2019. The AerCap Credit Facility permits loans for general corporate purposes. At March 31, 2018, no amounts were outstanding under the AerCap Credit Facility.

(f) Excludes commitments with respect to pension plans. The remaining annual pension contribution for 2018 is expected to be approximately $44 million for U.S. and non-U.S. plans.

Tax Matters

If the settlement agreements in principle are concluded in our ongoing dispute related to the disallowance of foreign tax credits associated with cross border financing transactions, we will be required to make a payment to the U.S. Treasury. Although we can provide no assurance regarding whether the non-binding settlements will be finalized, the amount we currently expect to pay based on current proposed settlement terms is approximately $1.3 billion. This amount is net of payments previously made with respect to cross border financing transactions involving matters dating back to 1997 and other matters largely related to the same tax years. There remains uncertainty with regard to whether the settlements in principle will ultimately be approved by the relevant authorities as well as the amount and timing of any potential payments, which are not likely to be made before sometime in 2019.

For additional information regarding this matter see Note 14 to the Condensed Consolidated Financial Statements.

Arrangements with Variable Interest Entities

We enter into various arrangements with variable interest entities (VIEs) in the normal course of business, and we consolidate a VIE when we are the primary beneficiary of the entity.

For a further discussion of our involvement with VIEs see Note 7 to the Condensed Consolidated Financial Statements.

Indemnification Agreements

We are subject to financial guarantees and indemnity arrangements in connection with our sales of businesses. These arrangements may be triggered by declines in asset values, specified business contingencies, the realization of contingent liabilities, litigation developments, or breaches of representations, warranties or covenants provided by us. These arrangements are typically subject to time limitations, defined by contract or by operation of law, such as by prevailing statutes of limitation. Depending on the specific terms of the arrangements, the maximum potential obligation may or may not be subject to contractual limitations.

For additional information regarding our indemnification agreements see Note 10 to the Condensed Consolidated Financial Statements.

We have recorded liabilities for certain of these arrangements where it is possible to estimate them. These liabilities are not material in the aggregate. We are unable to develop a reasonable estimate of the maximum potential payout under some of these arrangements. Overall, we believe that it is unlikely we will have to make any material payments under these arrangements.

Debt

The following table provides the rollforward of AIG's total debt outstanding:

Three Months Ended March 31, 2018 *(in millions)*	Balance at December 31, 2017	Issuances	Maturities and Repayments	Effect of Foreign Exchange	Other Changes
Debt issued or guaranteed by AIG:					
AIG general borrowings:					
Notes and bonds payable	$ 20,339	$ 1,729	$ (1,107)	$ 80	$ 7
Junior subordinated debt	841	743	-	8	-
AIG Japan Holdings Kabushiki Kaisha	334	-	-	19	-
AIGLH notes and bonds payable	281	-	-	-	-
AIGLH junior subordinated debt	361	-	-	-	-
Total AIG general borrowings	22,156	2,472	(1,107)	107	7
AIG borrowings supported by assets:[a]					
MIP notes payable	356	-	-	22	(1)
Series AIGFP matched notes and bonds payable	21	-	-	-	-
GIAs, at fair value	2,707	42	(67)	-	(42)[b]
Notes and bonds payable, at fair value	181	-	(2)	-	1[b]
Total AIG borrowings supported by assets	3,265	42	(69)	22	(42)
Total debt issued or guaranteed by AIG	25,421	2,514	(1,176)	129	(35)
Debt not guaranteed by AIG:					
Other subsidiaries' notes, bonds, loans and mortgages payable[c]	190	-	(110)	-	-
Debt of consolidated investments[d]	6,029	525	(71)	77	126[e]
Total debt not guaranteed by AIG	6,219	525	(181)	77	126
Total debt	$ 31,640	$ 3,039	$ (1,357)	$ 206	$ 91

(a) AIG Parent guarantees all such debt, except for MIP notes payable and Series AIGFP matched notes and bonds payable, which are direct obligations of AIG Parent. Collateral posted to third parties was $2.0 billion at both March 31, 2018 and December 31, 2017. This collateral primarily consists of securities of the U.S. government and government sponsored entities and generally cannot be repledged or resold by the counterparties.

(b) Primarily represents adjustments to the fair value of debt.

(c) Includes primarily borrowings with Federal Home Loan Banks by our U.S. insurance companies. These borrowings are short term in nature and related activity is presented net of issuances and maturities and repayments.

(d) At March 31, 2018, includes debt of consolidated investment vehicles related to real estate investments of $2.7 billion, affordable housing partnership investments of $2.0 billion and other securitization vehicles of $2.0 billion. At December 31, 2017, includes debt of consolidated investment vehicles related to real estate investments of $2.5 billion, affordable housing partnership investments of $1.8 billion and other securitization vehicles of $1.7 billion.

(e) Includes the effect of consolidating previously unconsolidated partnerships.

TOTAL DEBT OUTSTANDING

(in millions)

Debt Maturities

The following table summarizes maturing debt at March 31, 2018 of AIG (excluding $6.7 billion of borrowings of consolidated investments) for the next four quarters:

(in millions)	Second Quarter 2018	Third Quarter 2018	Fourth Quarter 2018	First Quarter 2019	Total
AIG general borrowings	$ -	$ -	$ -	$ -	**$ -**
AIG borrowings supported by assets	364	490	136	19	**1,009**
Other subsidiaries' notes, bonds, loans and mortgages payable	80	-	-	-	**80**
Total	$ 444	$ 490	$ 136	$ 19	**$ 1,089**

The following table presents maturities of long-term debt (including unamortized original issue discount, hedge accounting valuation adjustments and fair value adjustments, when applicable), excluding $6.7 billion in borrowings of debt of consolidated investments:

March 31, 2018		Remainder			Year Ending			
(in millions)	Total	of 2018	2019	2020	2021	2022	2023	Thereafter
Debt issued or guaranteed by AIG:								
AIG general borrowings:								
Notes and bonds payable	$21,048	$ -	$ 999	$1,344	$1,496	$1,508	$1,725	$13,976
Junior subordinated debt	1,592	-	-	-	-	-	-	1,592
AIG Japan Holdings Kabushiki Kaisha	353	-	-	122	231	-	-	-
AIGLH notes and bonds payable	281	-	-	-	-	-	-	281
AIGLH junior subordinated debt	361	-	-	-	-	-	-	361
Total AIG general borrowings	**23,635**	**-**	**999**	**1,466**	**1,727**	**1,508**	**1,725**	**16,210**
AIG borrowings supported by assets:								
MIP notes payable	377	377	-	-	-	-	-	-
Series AIGFP matched notes and bonds payable	21	-	-	-	-	-	-	21
GIAs, at fair value	2,640	483	264	30	200	46	113	1,504
Notes and bonds payable, at fair value	180	130	-	-	-	-	-	50
Total AIG borrowings supported by assets	**3,218**	**990**	**264**	**30**	**200**	**46**	**113**	**1,575**
Total debt issued or guaranteed by AIG	**26,853**	**990**	**1,263**	**1,496**	**1,927**	**1,554**	**1,838**	**17,785**
Other subsidiaries notes, bonds, loans and mortgages payable	80	80	-	-	-	-	-	-
Total	**$26,933**	**$ 1,070**	**$1,263**	**$1,496**	**$1,927**	**$1,554**	**$1,838**	**$17,785**

Credit Ratings

Credit ratings estimate a company's ability to meet its obligations and may directly affect the cost and availability of financing to that company. The following table presents the credit ratings of AIG and certain of its subsidiaries as of April 27, 2018. Figures in parentheses indicate the relative ranking of the ratings within the agency's rating categories; that ranking refers only to the major rating category and not to the modifiers assigned by the rating agencies.

	Short-Term Debt		Senior Long-Term Debt		
	Moody's	S&P	Moody's[a]	S&P[b]	Fitch[(
AIG	**P-2 (2nd of 3)**	**A-2 (2nd of 8)**	**Baa 1 (4th of 9)**	**BBB+ (4th of 9)**	**BBB+ (4th**
	Stable Outlook		***Stable Outlook***	***Negative Outlook***	***Negative O***
AIG Financial Products Corp.[d]	**P-2**	**A-2**	**Baa 1**	**BBB+**	**-**
	Stable Outlook		***Stable Outlook***	***Negative Outlook***	

(a) Moody's appends numerical modifiers 1, 2 and 3 to the generic rating categories to show relative position within the rating categories.

(b) S&P ratings may be modified by the addition of a plus or minus sign to show relative standing within the major rating categories.

(c) Fitch ratings may be modified by the addition of a plus or minus sign to show relative standing within the major rating categories.

(d) AIG guarantees all obligations of AIG Financial Products Corp.

These credit ratings are current opinions of the rating agencies. They may be changed, suspended or withdrawn at any time by the rating agencies as a result of changes in, or unavailability of, information or based on other circumstances. Ratings may also be withdrawn at our request.

We are party to some agreements that contain "ratings triggers." Depending on the ratings maintained by one or more rating agencies, these triggers could result in (i) the termination or limitation of credit availability or a requirement for accelerated repayment, (ii) the termination of business contracts or (iii) a requirement to post collateral for the benefit of counterparties.

In the event of adverse actions on our long-term debt ratings by the major rating agencies, AIGFP and certain other AIG entities would be required to post additional collateral under some derivative transactions or could experience termination of the transactions. Such requirements and terminations could adversely affect our business, our consolidated results of operations in a reporting period or our liquidity. In the event of a further downgrade of AIG's long-term senior debt ratings, AIGFP and certain other AIG entities would be required to post additional collateral, and certain of the counterparties of AIGFP or of such other AIG entities would be permitted to terminate their contracts early.

The actual amount of collateral that we would be required to post to counterparties in the event of such downgrades, or the aggregate amount of payments that we could be required to make, depends on market conditions, the fair value of outstanding affected transactions and other factors prevailing at the time of the downgrade.

For a discussion of the effects of downgrades in our credit ratings see Note 8 to the Condensed Consolidated Financial Statements herein and *Part I, Item 1A. Risk Factors – Liquidity, Capital and Credit in our 2017 Annual Report*.

FINANCIAL STRENGTH Ratings

Financial Strength ratings estimate an insurance company's ability to pay its obligations under an insurance policy. The following table presents the ratings of our significant insurance subsidiaries as of April 27, 2018.

	A.M. Best	S&P	Fitch	Moody's
National Union Fire Insurance Company of Pittsburgh, Pa.	A	A+	A	A2
Lexington Insurance Company	A	A+	A	A2
American Home Assurance Company (US)	A	A+	A	A2
American General Life Insurance Company	A	A+	A+	A2
The Variable Annuity Life Insurance Company	A	A+	A+	A2
United States Life Insurance Company in the City of New York	A	A+	A+	A2
AIG Europe Limited	A	A+	A	A2
AIG General Insurance Co. Ltd.	NR	A+	NR	NR

These financial strength ratings are current opinions of the rating agencies. They may be changed, suspended or withdrawn at any time by the rating agencies as a result of changes in, or unavailability of, information or based on other circumstances.

For a discussion of the effects of downgrades in our financial strength ratings see Note 8 to the Condensed Consolidated Financial Statements herein and *Part I, Item 1A. Risk Factors – Liquidity, Capital and Credit in our 2017 Annual Report*.

Regulation and Supervision

For a discussion of our regulation and supervision by different regulatory authorities in the United States and abroad, including with respect to our liquidity and capital resources see Part I, Item 1. Business — Regulation and Part I, Item 1A. Risk Factors — Regulation in our 2017 Annual Report, and Regulatory Environment below in this Quarterly Report on Form 10-Q.

Dividends and Repurchases of AIG Common Stock

On February 8, 2018, our Board of Directors declared a cash dividend on AIG Common Stock of $0.32 per share, payable on March 29, 2018 to shareholders of record on March 15, 2018. On May 2, 2018, our Board of Directors declared a cash dividend on AIG Common Stock of $0.32 per share, payable on June 28, 2018 to shareholders of record on June 14, 2018. The payment of any future dividends will be at the discretion of our Board of Directors and will depend on various factors, as discussed further in Note 11 to the Condensed Consolidated Financial Statements.

Our Board of Directors has authorized the repurchase of shares of AIG Common Stock and warrants to purchase shares of AIG Common Stock through a series of actions. On May 3, 2017, our Board of Directors approved an additional increase of $2.5 billion to the share repurchase authorization. As of May 2, 2018, approximately $2.0 billion remained under the authorization. Shares may be repurchased from time to time in the open market, private purchases, through forward, derivative, accelerated repurchase or automatic repurchase transactions or otherwise (including through the purchase of warrants). Certain of our share repurchases have been and may from time to time be effected through Exchange Act Rule 10b5-1 repurchase plans. The timing of any future share repurchases will depend on market conditions, our business and strategic plans, financial condition, results of operations, liquidity and other factors.

During the first quarter of 2018, we repurchased approximately 5 million shares of AIG Common Stock for an aggregate purchase price of approximately $298 million pursuant to this authorization.

Dividend Restrictions

Payments of dividends to AIG by its insurance subsidiaries are subject to certain restrictions imposed by regulatory authorities.

For a discussion of restrictions on payments of dividends by our subsidiaries see Note 19 to the Consolidated Financial Statements in the 2017 Annual Report.

Enterprise Risk Management

Risk management includes the identification and measurement of various forms of risk, the establishment of risk thresholds and the creation of processes intended to maintain risks within these thresholds while optimizing returns. We consider risk management an integral part of managing our core businesses and a key element of our approach to corporate governance.

Overview

We have an integrated process for managing risks throughout our organization in accordance with our firm wide risk appetite. Our Board of Directors has oversight responsibility for the management of risk. Our Enterprise Risk Management (ERM) Department supervises and integrates the risk management functions in each of our business units, providing senior management with a consolidated view of AIG's major risk positions. Within each business unit, senior leaders and executives approve risk taking policies and targeted risk tolerance within the framework provided by ERM. ERM supports our businesses and management in the embedding of risk management in our key day-to-day business processes and in identifying, assessing, quantifying, managing, monitoring, reporting, and mitigating the risks taken by us and our businesses. Nevertheless, our risk management efforts may not always be successful and material adverse effects on our business, results of operations, cash flows, liquidity or financial condition may occur.

For a further discussion of AIG's risk management program see Part II, Item 7. MD&A Enterprise Risk Management in the 2017 Annual Report.

Credit Risk Management

Overview

Credit risk is defined as the risk that our customers or counterparties are unable or unwilling to repay their contractual obligations when they become due. Credit risk may also result from a downgrade of a counterparty's credit ratings or a widening of its credit spreads.

We devote considerable resources to managing our direct and indirect credit exposures. These exposures may arise from, but are not limited to, fixed income investments, equity securities, deposits, commercial paper investments, reverse repurchase agreements and repurchase agreements, corporate and consumer loans, leases, reinsurance recoverables, counterparty risk arising from derivatives activities, collateral extended to counterparties, insurance risk cessions to third parties, financial guarantees, letters of credit, and certain General Insurance businesses.

We monitor and control our company-wide credit risk concentrations and attempt to avoid unwanted or excessive risk accumulations, whether funded or unfunded. To minimize the level of credit risk in some circumstances, we may require mitigants, such as third party guarantees, reinsurance or collateral, including commercial bank-issued letters of credit and trust collateral accounts. We treat these guarantees, reinsurance recoverables, and letters of credit as credit exposure and include them in our risk concentration exposure data. We also monitor closely the quality of any trust collateral accounts.

For further information on our credit concentrations and credit exposures see Investments – Available-for-Sale Securities.

Our credit risk management framework incorporates the following elements:

Risk Identification	including the ongoing capture and monitoring of all existing, contingent, potential and emerging credit risk exposures, whether funded or unfunded
Risk Measurement	comprising risk ratings, default probabilities, loss given default and expected loss parameters, exposure calculations, stress testing and other risk analytics
Risk Limits	including, but not limited to, a system of single obligor or risk group-based AIG-wide house limits and sub-limits for corporates, financial institutions, sovereigns and sub-sovereigns when appropriate and a defined process for identifying, evaluating, documenting and approving, if appropriate, breaches of and exceptions to such limits
Risk Delegations	a comprehensive credit risk delegation framework from the Chief Credit Officer (CCO) to authorized credit professionals throughout the company
Risk Evaluation, Monitoring and Reporting	including the ongoing analysis and assessment of credit risks, trending of those risks and reporting of other key risk metrics and limits to the CCO and senior management, as may be required
Credit Reserving	including but not limited to development of a proper framework, policies and procedures for establishing accurate identification of (i) Allowance for Loan and Lease Losses, and (ii) other-than-temporary impairments for securities portfolios

Market Risk Management

Market risk is defined as the risk of adverse impact due to systemic movements in one or more of the following market risk drivers: equity and commodity prices, residential and commercial real estate values, interest rates, credit spreads, foreign exchange, inflation, and their levels of volatility.

We are engaged in a variety of insurance, investment and other financial services businesses that expose us to market risk, directly and indirectly. We are exposed to market risks primarily within our insurance and capital markets activities, on both the asset and liability side of our balance sheet through on- and off-balance sheet exposures. The Risk Officer within each business is responsible for creating a framework to properly identify these risks, then ensuring that they are appropriately measured, monitored and managed in accordance with the risk governance framework established by the Chief Market Risk Officer (CMRO).

The scope and magnitude of our market risk exposures is managed under a robust framework that contains defined risk limits and minimum standards for managing market risk in a manner consistent with our risk appetite statement. Our market risk management framework focuses on quantifying the financial repercussions of changes in these broad market observables, as opposed to the idiosyncratic risks associated with individual assets that are addressed through our credit risk management function.

Many of our market risk exposures related to interest rates and equity returns are associated with our Life and Retirement companies and relate to both asset and liability exposures. In addition, these exposures are long-term in nature. Examples of liability-related exposures include interest rate sensitive surrenders in our fixed deferred annuity product portfolio. Also, we have equity market risk sensitive surrenders in our variable annuity product portfolio. These interactive asset-liability types of risk exposures are regularly monitored in accordance with the risk governance framework noted above.

Risk Identification

Market risk focuses on quantifying the financial repercussions of changes in broad, external, predominantly market-observable risks. Financial repercussions can include an adverse impact on results of operations, financial condition, liquidity and capital.

Each of the following systemic risks is considered a market risk:

Equity prices	We are exposed to changes in equity market prices affecting a variety of instruments. Changes in equity prices can affect the valuation of publicly traded equity shares, investments in private equity, hedge funds and mutual funds, exchange-traded funds, and other equity-linked capital market instruments as well as equity-linked insurance products, including but not limited to index annuities, variable annuities, indexed universal life insurance and variable universal life insurance.
Residential and commercial real estate values	Our investment portfolios are exposed to the risk of changing values in a variety of residential and commercial real estate investments. Changes in residential/commercial real estate prices can affect the valuation of residential/commercial mortgages, residential/commercial mortgage backed securities and other structured securities with underlying assets that include residential/commercial mortgages, trusts that include residential/commercial real estate and/or mortgages, residential mortgage insurance and reinsurance contracts and commercial real estate investments.
Interest rates	Interest rate risk can arise from a mismatch in the interest rate exposure of assets versus liabilities. Lower interest rates generally result in lower investment income and make some of our product offerings less attractive to investors. Conversely, higher interest rates are typically beneficial for the opposite reasons. However, when rates rise quickly, there can be a temporary asymmetric GAAP accounting effect where the existing securities lose market value, which is largely reported in Other comprehensive income, and the offsetting decrease in the value of related liabilities may not be recognized. Changes in interest rates can affect the valuation of fixed maturity securities, financial liabilities, insurance contracts including but not limited to universal life, fixed rate annuities, variable annuities and derivative contracts.
Credit spreads	Credit spreads measure an instrument's risk premium or yield relative to that of a comparable duration, default free instrument. Changes in credit spreads can affect the valuation of fixed maturity securities, including but not limited to corporate bonds, ABS, mortgage-backed securities, AIG-issued debt obligations, credit derivatives and derivative credit valuation adjustments. Much like higher interest rates, wider credit spreads with unchanged default losses mean more investment income in the long term. In the short term, quickly rising spreads will cause a loss in the value of existing fixed maturity securities, which is largely reported in Other comprehensive income. A precipitous widening of credit spreads may also signal a fundamental weakness in the credit worthiness of bond obligors, potentially resulting in default losses.
Foreign exchange (FX) rates	We are a globally diversified enterprise with income, assets and liabilities denominated in, and capital deployed in, a variety of currencies. Changes in FX rates can affect the

	valuation of a broad range of balance sheet and income statement items as well as the settlement of cash flows exchanged in specific transactions.
Commodity prices	Changes in commodity prices (the value of commodities) can affect the valuation of publicly traded commodities, commodity indices and derivatives on commodities and commodity indices. We are exposed to commodity prices primarily through their impact on the prices and credit quality of commodity producers' debt and equity securities in our investment portfolio.
Inflation	Changes in inflation can affect the valuation of fixed maturity securities, including AIG-issued debt obligations, derivatives and other contracts explicitly linked to inflation indices, and insurance contracts where the claims are linked to inflation either explicitly, via indexing, or implicitly, through medical costs or wage levels.

Risk Measurement

Our market risk measurement framework was developed with the main objective of communicating the range and scale of our market risk exposures. At the firm wide level market risk is measured in a manner that is consistent with AIG's risk appetite statement. This is designed to ensure that we remain within our stated risk tolerance levels and can determine how much additional market risk taking capacity is available within our framework. Our risk appetite is currently defined in terms of capital and liquidity levels. At the market risk level, the framework measures our overall exposure to each systemic market risk change on an economic basis.

In addition, we continue to use enhanced economic, GAAP accounting and statutory capital based risk measures at the market risk level, business unit level and firm wide levels. This process aims to ensure that we have a comprehensive view of the impact of our market risk exposures.

We use a number of approaches to measure our market risk exposure, including:

		Examples include:
Sensitivity analysis	measures the impact from a unit change in a market risk input	• a one basis point increase in yield on fixed maturity securities, • a one basis point increase in credit spreads of fixed maturity securities, and • a one percent increase in prices of equity securities.
Scenario analysis	uses historical, hypothetical, or forward looking macroeconomic scenarios to assess and report exposures	• a 100 basis point parallel shift in the yield curve, or • a 20 percent immediate and simultaneous decrease in world wide equity markets. Scenarios may also utilize a stochastic framework to arrive at a probability distribution of losses.
Stress testing	a special form of scenario analysis in which the scenarios are designed to lead to a material adverse outcome	• the stock market crash of October 1987 or the widening of yields or spreads of RMBS or CMBS during 2008.

ITEM 2 | **Enterprise Risk Management**

Market Risk Sensitivities

The following table provides estimates of our sensitivity to changes in yield curves, equity prices and foreign currency exchange rates:

	Balance Sheet Exposure		Economic Effect	
(dollars in millions)	**March 31, 2018**	December 31, 2017	**March 31, 2018**	December 31, 2017
Sensitivity factor			**100 bps parallel increase in all yield curves**	
Interest rate sensitive assets:				
Fixed maturity securities	**$ 242,059**	$ 248,195	**$ (14,656)**	$ (14,998)
Mortgage and other loans receivable	**29,871**	28,799	**(1,571)**	(1,566)
Preferred stock	**14**	14	**(1)**	(1)
Derivatives:				
Interest rate contracts	**346**	(29)	**(1,193)**	(1,343)
Equity contracts	**255**	501	**26**	36
Foreign exchange contracts	**(422)**	(416)	**74**	42
Credit contracts	**(262)**	(276)	**-**	-
Other contracts	**12**	17	**-**	-
Total interest rate sensitive assets	**$ 271,873**(a)	$ 276,805(a)	**$ (17,321)**	$ (17,830)
Interest rate sensitive liabilities:				
Policyholder contract deposits:				
Investment-type contracts	**$ 117,265**	$ 114,326	**$ (1,927)**	$ 506
Variable annuity and other embedded derivatives	**3,672**	4,148	**(1,369)**	(2,175)
Long-term debt[b]	**25,858**	24,445	**(2,038)**	(1,803)
Total interest rate sensitive liabilities	**$ 146,795**	$ 142,919	**$ (5,334)**	$ (3,472)
Sensitivity factor			**20% decline in stock prices and value of derivatives and alternative investments**	
Derivatives:				
Equity contracts[c]	**$ 255**	$ 501	**$ (51)**	$ (100)
Equity and alternative investments exposure:				
Real estate investments	**8,636**	8,258	**(1,727)**	(1,652)
Private equity	**5,657**	5,540	**(1,131)**	(1,108)
Hedge funds	**5,468**	5,768	**(1,094)**	(1,153)
Common equity	**1,187**	1,215	**(237)**	(243)
PICC Investment	**521**	549	**(104)**	(110)
Aircraft asset investments	**201**	206	**(40)**	(41)

Other investments	**651**	555	**(131)**	(111)
Total derivatives, equity and alternative investments exposure	**$ 22,576**	$ 22,592	**$ (4,515)**	$ (4,518)
Policyholder contract deposits:				
Variable annuity and other embedded derivatives[(c)]	**$ 3,672**	$ 4,148	**$ 747**	$ 982
Total liability exposure	**$ 3,672**	$ 4,148	**$ 747**	$ 982
Sensitivity factor			**10% depreciation of all foreign currency exchange rates against the U.S. dollar**	
Foreign currency-denominated net asset position:				
Great Britain pound	**$ 2,360**	$ 2,026	**$ (236)**	$ (203)
Euro	**1,112**	1,349	**(111)**	(135)
Japanese yen	**588**	651	**(59)**	(65)
All other foreign currencies	**2,273**	2,533	**(227)**	(253)
Total foreign currency-denominated net asset position[(d)]	**$ 6,333**	$ 6,559	**$ (633)**	$ (656)

ITEM 2 | **Enterprise Risk Management**

(a) At March 31, 2018, the analysis covered $271.9 billion of $285.4 billion interest-rate sensitive assets. Excluded were $8.7 billion of loans. In addition, $4.8 billion of assets across various asset categories were excluded due to modeling limitations. At December 31, 2017, the analysis covered $276.8 billion of $289.6 billion interest-rate sensitive assets. Excluded were $8.2 billion of loans. In addition, $4.6 billion of assets across various asset categories were excluded due to modeling limitations.

(b) At March 31, 2018, the analysis excluded $6.7 billion of long-term debt related to debt of consolidated investments, $642 million of AIGLH borrowings, $80 million of borrowings from the FHLB and $353 million of AIG Japan Holdings loans. At December 31, 2017, the analysis excluded $6.0 billion of long-term debt related to debt of consolidated investments, $642 million of AIGLH borrowings, $190 million of borrowings from the FHLB and $334 million of AIG Japan Holdings loans.

(c) The balance sheet exposures for equity contracts and variable annuity and other embedded derivatives are also reflected under “Interest rate sensitive liabilities” above, and are not additive.

(d) The majority of the foreign currency exposure is reported on a one quarter lag.

The sensitivity analysis is an estimate and should not be viewed as predictive of our future financial performance. We cannot ensure that our actual losses in any particular period will not exceed the amounts indicated above.

We use duration and convexity metrics to measure price sensitivity to interest rate changes for interest rate sensitive assets excluding derivatives and long-term debt. Duration measures the relative sensitivity of the fair value of a financial instrument to changes in interest rates. Convexity measures the rate of change of duration with respect to changes in interest rates.

Interest rate sensitivity of a derivative is calculated as change in its value with respect to plus a 100 basis point change in the interest rate environment, calculated as: scenario value minus base value, where base value is the value of the derivative under the yield curves as of the period end and scenario value is the value reflecting a 100 basis point parallel increase in all yield curves.

We evaluate our interest rate risk without the effect of any correlation among other key market risks or other assumptions used for calculating the fair value of our financial liabilities and embedded derivatives. This scenario does not measure changes in value resulting from non-parallel shifts in the yield curve, which could produce different results.

We evaluate our equity price risk without the effect of any correlation among other key market risks or other assumptions used for calculating the fair value of our financial liabilities and embedded derivatives. This scenario considers the direct impact of declines in equity prices and not changes in asset-based fees, changes in the estimated gross profits used for amortizing DAC, or changes in any other assumptions used to calculate the fair value of the embedded derivatives related to the living benefit features within variable annuity products. In addition, this scenario does not reflect the impact of basis risk, such as projections about the future performance of the underlying contract holder funds and actual fund returns, which we use as a basis for developing our hedging strategy.

Foreign currency-denominated net asset position reflects our consolidated non U.S. dollar assets less our consolidated non U.S dollar liabilities on a GAAP basis, with certain adjustments. We use a bottom-up approach in managing our foreign currency exchange rate exposures with the objective of protecting statutory capital at the regulated insurance entity level. At the AIG Parent level, we monitor our foreign currency exposures against single currency and aggregate currency portfolio limits.

Our foreign currency-denominated net asset position at March 31, 2018, decreased by $226 million compared to December 31, 2017, primarily due to a $237 million decrease in our euro position primarily due to an increase in reserves.

For illustrative purposes, we modeled our sensitivities based on a 100 basis point increase in yield curves, a 20 percent decline in equities and alternative assets, and a 10 percent depreciation of all foreign currency exchange rates against the U.S. dollar. The estimated results presented in the table above should not be taken as a prediction, but only as a demonstration of the potential effects of such events.

Liquidity Risk Management

Liquidity risk is defined as the risk that our financial condition will be adversely affected by the inability or perceived inability to meet our short-term cash, collateral or other financial obligations. Failure to appropriately manage liquidity risk can result in insolvency, reduced operating flexibility, increased costs, reputational harm and regulatory action.

AIG and its legal entities seek to maintain sufficient liquidity both during the normal course of business and under defined liquidity stress scenarios to ensure that sufficient cash will be available to meet the obligations as they come due.

AIG Parent liquidity risk tolerance levels are designed to allow us to meet our financial obligations for a minimum of six months under a liquidity stress scenario. We maintain liquidity limits and minimum coverage ratios designed to ensure that funding needs are met under varying market conditions. If we project that we will breach these tolerances, we will assess and determine appropriate liquidity management actions. However, the market conditions in effect at that time may not permit us to achieve an increase in liquidity sources or a reduction in liquidity requirements.

Risk Identification

The following sources of liquidity and funding risks could impact our ability to meet short-term financial obligations as they come due.

Market/Monetization Risk	Assets may not be readily transformed into cash due to unfavorable market conditions. Market liquidity risk may limit our ability to sell assets at reasonable values to meet liquidity needs.
Cash Flow Mismatch Risk	Discrete and cumulative cash flow mismatches or gaps over short-term horizons under both expected and adverse business conditions may create future liquidity shortfalls.
Event Funding Risk	Additional funding may be required as the result of a trigger event. Event funding risk comes in many forms and may result from a downgrade in credit ratings, a market event, or some other event that creates a funding obligation or limits existing funding options.
Financing Risk	We may be unable to raise additional cash on a secured or unsecured basis due to unfavorable market conditions, AIG-specific issues, or any other issue that impedes access to additional funding.

Risk Measurement

Comprehensive cash flow projections under normal conditions are the primary component for identifying and measuring liquidity risk. We produce comprehensive liquidity projections over varying time horizons that incorporate all relevant liquidity sources and uses and include known and likely cash inflows and outflows. In addition, we perform stress testing by identifying liquidity stress scenarios and assessing the effects of these scenarios on our cash flow and liquidity.

We use a number of approaches to measure our liquidity risk exposure, including:

Minimum Liquidity Limits	Minimum Liquidity Limits specify the amount of assets required to be maintained in specific liquidity portfolios to meet obligations as they arise over a specified time horizon under stressed liquidity conditions.
Coverage Ratios	Coverage Ratios measure the adequacy of available liquidity sources, including the ability to monetize assets to meet the forecasted cash flows over a specified time horizon. The portfolio of assets is selected based on our ability to convert those assets into cash under the assumed market conditions and within the specified time horizon.
Cash Flow Forecasts	Cash Flow Forecasts measure the liquidity needed for a specific legal entity over a specified time horizon.
Stress Testing	Asset liquidity and Coverage Ratios are re-measured under defined liquidity stress scenarios that will impact net cash flows, liquid assets and/or other funding sources.

Relevant liquidity reporting is produced and reported regularly to AIG Parent and business unit risk committees. The frequency, content, and nature of reporting will vary for each business unit and legal entity, based on its complexity, risk profile, activities and size.

Regulatory Environment

Overview

Our operations around the world are subject to regulation by many different types of regulatory authorities, including insurance, securities, derivatives, investment advisory and thrift regulators in the United States and abroad. The insurance and financial services industries generally have been subject to heightened regulatory scrutiny and supervision in recent years.

Our insurance subsidiaries are subject to regulation and supervision by the states and jurisdictions in which they do business. We expect that the domestic and international regulations applicable to us and our regulated entities will continue to evolve for the foreseeable future.

For updated information on the impact of the DOL Fiduciary Rule and the related regulatory developments regarding a standard of care for the sale of investment products and services, see Executive Summary – AIG's Outlook – Industry and Economic Factors – Standard of Care – Regulatory Developments.

In addition to the information set forth in this Quarterly Report on Form 10-Q, our regulatory status is also discussed in Part I, Item 1. Business – Regulation, Part I, Item 1A. Risk Factors – Regulation and Note 19 to the Consolidated Financial Statements in the 2017 Annual Report.

Glossary

Accident year The annual calendar accounting period in which loss events occurred, regardless of when the losses are actually reported, booked or paid.

Accident year combined ratio, as adjusted The combined ratio excluding catastrophe losses and related reinstatement premiums, prior year development, net of premium adjustments, and the impact of reserve discounting.

Accident year loss ratio, as adjusted The loss ratio excluding catastrophe losses and related reinstatement premiums, prior year development, net of premium adjustments, and the impact of reserve discounting.

Acquisition ratio Acquisition costs divided by net premiums earned. Acquisition costs are those costs incurred to acquire new and renewal insurance contracts and also include the amortization of VOBA and DAC. Acquisition costs vary with sales and include, but are not limited to, commissions, premium taxes, direct marketing costs and certain costs of personnel engaged in sales support activities such as underwriting.

Additional premium represents a premium on an insurance policy over and above the initial premium imposed at the beginning of the policy. An additional premium may be assessed if the insured's risk is found to have increased significantly.

Adjusted revenues exclude Net realized capital gains (losses), income from non-operating litigation settlements (included in Other income for GAAP purposes) and changes in fair value of securities used to hedge guaranteed living benefits (included in Net investment income for GAAP purposes).

Assets under administration include assets under management and Retail Mutual Funds and Group Retirement mutual fund assets that we sell or administer.

Assets under management include assets in the general and separate accounts of our subsidiaries that support liabilities and surplus related to our life and annuity insurance products and the notional value of stable value wrap contracts.

Base Spread Net investment income excluding income from alternative investments and other enhancements, less interest credited excluding amortization of sales inducement assets.

Base Yield Net investment income excluding income from alternative investments and other enhancements, as a percentage of average base invested asset portfolio, which excludes alternative investments, other bond securities and certain other investments for which the fair value option has been elected.

Book value per common share, excluding accumulated other comprehensive income (AOCI) and Book value per common share, excluding AOCI and deferred tax assets (DTA) (Adjusted book value per common share) are non-GAAP measures and are used to show the amount of our net worth on a per-share basis. Book value per common share excluding AOCI is derived by dividing total AIG shareholders’ equity, excluding AOCI, by total common shares outstanding. Adjusted book value per common share is derived by dividing total AIG shareholders’ equity, excluding AOCI and DTA (Adjusted Shareholders’ Equity), by total common shares outstanding.

Casualty insurance Insurance that is primarily associated with the losses caused by injuries to third persons, i.e., not the insured, and the legal liability imposed on the insured as a result.

Combined ratio Sum of the loss ratio and the acquisition and general operating expense ratios.

CSA *Credit Support Annex* A legal document generally associated with an ISDA Master Agreement that provides for collateral postings which could vary depending on ratings and threshold levels.

CVA *Credit Valuation Adjustment* The CVA adjusts the valuation of derivatives to account for nonperformance risk of our counterparty with respect to all net derivative assets positions. Also, the CVA reflects the fair value movement in AIGFP's asset portfolio that is attributable to credit movements only, without the impact of other market factors such as interest rates and foreign exchange rates. Finally, the CVA also accounts for our own credit risk in the fair value measurement of all derivative net liability positions and liabilities where AIG has elected the fair value option, when appropriate.

DAC *Deferred Policy Acquisition Costs* Deferred costs that are incremental and directly related to the successful acquisition of new business or renewal of existing business.

Glossary

DAC Related to Unrealized Appreciation (Depreciation) of Investments An adjustment to DAC and Reserves for investment-oriented products, equal to the change in DAC and Unearned Revenue amortization that would have been recorded if fixed maturity and equity securities available for sale had been sold at their stated aggregate fair value and the proceeds reinvested at current yields. An adjustment to benefit reserves for investment-oriented products is also recognized to reflect the application of the benefit ratio to the accumulated assessments that would have been recorded if fixed maturity and equity securities available for sale had been sold at their stated aggregate fair value and the proceeds reinvested at current yields (collectively referred to as "shadow Investment-Oriented Adjustments").

For long-duration traditional products, significant unrealized appreciation of investments in a sustained low interest rate environment may cause additional future policy benefit liabilities to be recorded (shadow loss reserves).

Deferred Gain on Retroactive Reinsurance Retroactive reinsurance is a reinsurance contract in which an assuming entity agrees to reimburse a ceding entity for liabilities incurred as a result of past insurable events. If the amount of premium paid by the ceding reinsurer is less than the related ceded loss reserves, the resulting gain is deferred and amortized over the settlement period of the reserves. Any related development on the ceded loss reserves recoverable under the contract would increase the deferred gain if unfavorable, or decrease the deferred gain if favorable.

Expense ratio Sum of acquisition expenses and general operating expenses, divided by net premiums earned.

General operating expense ratio General operating expenses divided by net premiums earned. General operating expenses are those costs that are generally attributed to the support infrastructure of the organization and include but are not limited to personnel costs, projects and bad debt expenses. General operating expenses exclude losses and loss adjustment expenses incurred, acquisition expenses, and investment expenses.

GIC/GIA *Guaranteed Investment Contract/Guaranteed Investment Agreement* A contract whereby the seller provides a guaranteed repayment of principal and a fixed or floating interest rate for a predetermined period of time.

G-SII *Global Systemically Important Insurer* An insurer that is deemed globally systemically important (that is, of such size, market importance and global interconnectedness that the distress or failure of the insurer would cause significant dislocation in the global financial system and adverse economic consequences across a range of countries) by the Financial Stability Board, in consultation with and based on a methodology developed by the International Association of Insurance Supervisors.

IBNR *Incurred But Not Reported* Estimates of claims that have been incurred but not reported to us.

ISDA Master Agreement An agreement between two counterparties, which may have multiple derivative transactions with each other governed by such agreement, that generally provides for the net settlement of all or a specified group of these derivative transactions, as well as pledged collateral, through a single payment, in a single currency, in the event of a default on, or affecting any, one derivative transaction or a termination event affecting all, or a specified group of, derivative transactions.

LAE *Loss Adjustment Expenses* The expenses directly attributed to settling and paying claims of insureds and include, but are not limited to, legal fees, adjuster's fees and the portion of general expenses allocated to claim settlement costs.

Loss Ratio Losses and loss adjustment expenses incurred divided by net premiums earned.

Loss reserve development The increase or decrease in incurred losses and loss adjustment expenses related to prior years as a result of the re-estimation of loss reserves at successive valuation dates for a given group of claims.

Loss reserves Liability for unpaid losses and loss adjustment expenses. The estimated ultimate cost of settling claims relating to insured events that have occurred on or before the balance sheet date, whether or not reported to the insurer at that date.

Loan-to-Value Ratio Principal amount of loan amount divided by appraised value of collateral securing the loan.

Master netting agreement An agreement between two counterparties who have multiple derivative contracts with each other that provides for the net settlement of all contracts covered by such agreement, as well as pledged collateral, through a single payment, in a single currency, in the event of default on or upon termination of any one such contract.

Natural catastrophe and man-made losses are generally weather or seismic events having a net impact on AIG in excess of $10 million each and also include certain man-made events, such as terrorism and civil disorders that meet the $10 million threshold.

Net premiums written represent the sales of an insurer, adjusted for reinsurance premiums assumed and ceded, during a given period. Net premiums earned are the revenue of an insurer for covering risk during a given period. Net premiums written are a measure of performance for a sales period, while Net premiums earned are a measure of performance for a coverage period.

Noncontrolling interest The portion of equity ownership in a consolidated subsidiary not attributable to the controlling parent company.

Policy fees An amount added to a policy premium, or deducted from a policy cash value or contract holder account, to reflect the cost of issuing a policy, establishing the required records, sending premium notices and other related expenses.

Pool A reinsurance arrangement whereby all of the underwriting results of the pool members are combined and then shared by each member in accordance with its pool participation percentage.

Premiums and deposits – Life and Retirement include direct and assumed amounts received on traditional life insurance policies and group benefit policies, and deposits on life-contingent payout annuities, as well as deposits received on universal life, investment-type annuity contracts, FHLB funding agreements and mutual funds.

Prior year development *See Loss reserve development*.

RBC *Risk-Based Capital* A formula designed to measure the adequacy of an insurer's statutory surplus compared to the risks inherent in its business.

Reinstatement premium Additional premiums payable to reinsurers to restore coverage limits that have been exhausted as a result of reinsured losses under certain excess of loss reinsurance treaties.

Reinsurance The practice whereby one insurer, the reinsurer, in consideration of a premium paid to that insurer, agrees to indemnify another insurer, the ceding company, for part or all of the liability of the ceding company under one or more policies or contracts of insurance which it has issued.

Retroactive Reinsurance *S ee Deferred Gain on Retroactive Reinsurance*.

Return on equity – Adjusted after-tax income excluding AOCI and DTA (Adjusted Return on equity) is a non-GAAP measure and is used to show the rate of return on shareholders' equity. Adjusted Return on equity is derived by dividing actual or annualized adjusted after-tax income attributable to AIG by average Adjusted Shareholders' Equity.

Return premium represents amounts given back to the insured in the case of a cancellation, an adjustment to the rate or an overpayment of an advance premium.

Salvage The amount that can be recovered by an insurer for the sale of damaged goods for which a policyholder has been indemnified (and to which title was transferred).

Severe losses are defined as non-catastrophic individual first-party losses, surety and trade credit losses greater than $10 million, net of related reinsurance and salvage and subrogation.

SIA *Sales Inducement Asset* Represents enhanced crediting rates or bonus payments to contract holders on certain annuity and investment contract products that meet the criteria to be deferred and amortized over the life of the contract.

Solvency II Legislation in the European Union which reforms the insurance industry's solvency framework, including minimum capital and solvency requirements, governance requirements, risk management and public reporting standards. The Solvency II Directive (2009/138/EEC) was adopted on November 25, 2009 and became effective on January 1, 2016.

Subrogation The amount of recovery for claims we have paid our policyholders, generally from a negligent third party or such party's insurer.

Surrender charge A charge levied against an investor for the early withdrawal of funds from a life insurance or annuity contract, or for the cancellation of the agreement.

Surrender rate represents annualized surrenders and withdrawals as a percentage of average reserves and Group Retirement mutual fund assets under administration.

Unearned premium reserve Liabilities established by insurers and reinsurers to reflect unearned premiums, which are usually refundable to policyholders if an insurance or reinsurance contract is canceled prior to expiration of the contract term.

VOBA *Value of Business Acquired* Present value of projected future gross profits from in-force policies of acquired businesses.

Acronyms

A&H Accident and Health Insurance
ABS Asset-Backed Securities

CDO Collateralized Debt Obligations
CDS Credit Default Swap

CMA Capital Maintenance Agreement
CMBS Commercial Mortgage-Backed Securities
EGPs Estimated gross profits
FASB Financial Accounting Standards Board
FRBNY Federal Reserve Bank of New York
GAAP Accounting principles generally accepted in the United States of America
GMDB Guaranteed Minimum Death Benefits
GMWB Guaranteed Minimum Withdrawal Benefits
ISDA International Swaps and Derivatives Association, Inc.
Moody's Moody's Investors' Service Inc.
NAIC National Association of Insurance Commissioners
NM Not Meaningful
OTC Over-the-Counter
OTTI Other-Than-Temporary Impairment
RMBS Residential Mortgage-Backed Securities
S&P Standard & Poor's Financial Services LLC
SEC Securities and Exchange Commission

URR Unearned revenue reserve
VIE Variable Interest Entity

ITEM 3 | **Quantitative and Qualitative Disclosures About Market Risk**

ITEM 3 | Quantitative and Qualitative Disclosures About Market Risk

Included in Part I, Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations – Enterprise Risk Management.

ITEM 4 | Controls and Procedures

Disclosure controls and procedures are designed to ensure that information required to be disclosed in reports filed or submitted under the Securities Exchange Act of 1934 (the Exchange Act) is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms and that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosures. In connection with the preparation of this Quarterly Report on Form 10-Q, an evaluation was carried out by AIG's management, with the participation of AIG's Chief Executive Officer and Chief Financial Officer, of the effectiveness of AIG's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act). Based on that evaluation, AIG's Chief Executive Officer and Chief Financial Officer have concluded that AIG's disclosure controls and procedures were effective as of March 31, 2018.

There has been no change in AIG's internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) that occurred during the quarter ended March 31, 2018, that has materially affected, or is reasonably likely to materially affect, AIG's internal control over financial reporting.

Part II – Other Information

ITEM 1 | Legal Proceedings

For a discussion of legal proceedings see Note 10 to the Condensed Consolidated Financial Statements, which is incorporated herein by reference.

ITEM 1A | Risk Factors

In addition to the other information set forth in this Quarterly Report on Form 10-Q, you should carefully consider the risk factors discussed in Part I, Item 1A. Risk Factors in our 2017 Annual Report.

ITEM 2 | Unregistered Sales of Equity Securities and Use of Proceeds

The following table provides the information with respect to purchases made by or on behalf of AIG or any "affiliated purchaser" (as defined in Rule 10b 18(a)(3) under the Securities Exchange Act of 1934) of AIG Common Stock and warrants to purchase AIG Common Stock during the three months ended March 31, 2018:

Period	Total Number of Shares Repurchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value of Shares that May Yet Be Purchased Under the Plans or Programs (in millions)
January 1 – 31	-	$ -	-	$ 2,262
February 1 – 28	-	-	-	2,262
March 1 – 31[(a)]	5,384,703	55.41	5,384,703	1,962 [(b)]
Total[(c)]	**5,384,703**	**$ 55.41**	**5,384,703**	**$ 1,962**

(a) During the March 1-31 period, we also repurchased 97,553 warrants to purchase shares of AIG Common Stock, at an average purchase price per warrant of $16.96, for an aggregate purchase price of $2 million.

(b) Reflects the purchase of 97,553 warrants to purchase shares of AIG Common Stock in the March 1-31 period, which reduced the dollar value of the remaining repurchase authorization.

(c) On May 3, 2017, our Board of Directors authorized an additional increase of $2.5 billion to the share repurchase authorization. As of May 2, 2018, approximately $2.0 billion remained under the authorization. Shares may be repurchased from time to time in the open market, private purchases, through forward, derivative, accelerated repurchase or automatic repurchase transactions or otherwise (including through the purchase of warrants). Certain of our share repurchases have been and may from time to time be effected through Exchange Act Rule 10b5-1 repurchase plans. The timing of any future share repurchases will depend on market conditions, our business and strategic plans, financial condition, results of operations, liquidity and other factors.

During the three-month period ended March 31, 2018, we repurchased approximately 5 million shares of AIG Common Stock under this authorization for an aggregate purchase price of approximately $298 million. We also repurchased 97,553 warrants to purchase shares of AIG Common Stock during the three-month period ended March 31, 2018 for an aggregate purchase price of $2 million.

ITEM 4 | Mine Safety Disclosures

Not applicable.

ITEM 6 | Exhibits

Exhibit Index

Exhibit Number	Description	Location
2	(1) Agreement and Plan of Merger, by and among AIG, Venus Holdings Limited and Validus Holdings, Ltd., dated January 21, 2018	Incorporated by reference to Exhibit 2.1 to AIG's Current Report on Form 8-K filed with the SEC on January 22, 2018 (File No. 1-8787).
4	(1) Thirty-Sixth Supplemental Indenture, dated March 26, 2018, between AIG and The Bank of New York Mellon, as Trustee, relating to the 2028 Notes	Incorporated by reference to Exhibit 4.1 to AIG's Current Report on Form 8-K filed with the SEC on March 26, 2018 (File No. 1-8787).
	(2) Thirty-Seventh Supplemental Indenture, dated March 26, 2018, between AIG and The Bank of New York Mellon, as Trustee, relating to the 2048 Notes	Incorporated by reference to Exhibit 4.2 to AIG's Current Report on Form 8-K filed with the SEC on March 26, 2018 (File No. 1-8787).
	(3) Fifteenth Supplemental Indenture, dated March 26, 2018, between AIG and The Bank of New York Mellon, as Trustee, relating to the Junior Subordinated Debentures	Incorporated by reference to Exhibit 4.3 to AIG's Current Report on Form 8-K filed with the SEC on March 26, 2018 (File No. 1-8787).
	(4) Form of the 2028 Notes (included in Exhibit 4.1)	
	(5) Form of the 2048 Notes (included in Exhibit 4.2)	
	(6) Form of the Junior Subordinated Debentures (included in Exhibit 4.3)	
10	(1) Form of Long Term Incentive Stock Option Award Agreement*	Incorporated by reference to Exhibit 10.60 to AIG's Annual Report on Form 10-K filed with the SEC on February 16, 2018 (File No. 1-8787).
	(2) AIG Long Term Incentive Plan (as amended)*	Filed herewith.
	(3) Description of Non-Management Director Compensation*	Incorporated by reference to "Compensation of Directors" in AIG's Definitive Proxy Statement on Schedule 14A, dated March 27, 2018 (File No. 1-8787).
11	Statement re: Computation of Per Share Earnings	Included in Note 12 to the Condensed Consolidated Financial Statements.
12	Computation of Ratios of Earnings to Fixed Charges	Filed herewith.
31	Rule 13a-14(a)/15d-14(a) Certifications	Filed herewith.
32	Section 1350 Certifications**	Filed herewith.
101	Interactive data files pursuant to Rule 405 of Regulation S-T: (i) the Condensed Consolidated Balance Sheets as of March 31, 2018 and December 31, 2017, (ii) the Condensed Consolidated Statements of Income for the	Filed herewith.

three months ended March 31, 2018 and 2017, (iii) the Condensed Consolidated Statements of Equity for the three months ended March 31, 2018 and 2017, (iv) the Condensed Consolidated Statements of Cash Flows for the three months ended March 31, 2018 and 2017, (v) the Condensed Consolidated Statements of Comprehensive Income for the three months ended March 31, 2018 and 2017 and (vi) the Notes to the Condensed Consolidated Financial Statements

* This exhibit is a management contract or a compensatory plan or arrangement.

** This information is furnished and not filed for purposes of Sections 11 and 12 of the Securities Act of 1933 and Section 18 of the Securities Exchange Act of 1934.

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 thereunto duly authorized.

AMERICAN INTERNATIONAL GROUP, INC.
(Registrant)
/S/ SIDDHARTHA SANKARAN
Siddhartha Sankaran
Executive Vice President
Chief Financial Officer
(Principal Financial Officer)

/S/ ELIAS F. HABAYEB
Elias F. Habayeb
Senior Vice President,
Deputy Chief Financial Officer and
Group Controller
(Principal Accounting Officer)

Dated: May 3, 2018