Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
COMMOLOCO THRIFT PLAN

1b Three-digit plan number (PN) ▶ 020

1c Effective date of plan 07/01/2001

2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.)
COMMOLOCO, INC.

DIRECTOR-EMPLOYEE BENEFITS

601 N.W. 2ND STREET
EVANSVILLE, IN 47701

2b Employer Identification Number (EIN)
66-0384086

2c Sponsor's telephone number
812-468-5109

2d Business code (see instructions)
522298

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	12/02/2011	WILLIAM KENNEDY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	12/02/2011	LEONARD WINIGER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

G. WILLIAM KENNEDY

601 N.W. 2ND STREET
EVANSVILLE, IN 47701

3b Administrator's EIN
13-2592361

3c Administrator's telephone number
812-468-5109

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	261
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	102
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	134
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	236
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	237
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	236
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

2E 2F 2G 2T 3C 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		___ **A** (Insurance Information)
(4)	X	**C** (Service Provider Information)
(5)	X	**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2010** **This Form is Open to Public Inspection.**

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
COMMOLOCO THRIFT PLAN

B Three-digit plan number (PN) ▶ 020

C Plan sponsor's name as shown on line 2a of Form 5500
COMMOLOCO, INC.

D Employer Identification Number (EIN)
66-0384086

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

THE VANGUARD GROUP, INC.

23-1945930

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

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(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN;
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN;
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
COMMOLOCO THRIFT PLAN

B Three-digit plan number (PN) ▶ 020

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
COMMOLOCO, INC.

D Employer Identification Number (EIN)
66-0384086

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: AIG STABLE VALUE FUND MASTER TRUST

b Name of sponsor of entity listed in (a): AMERICAN INTERNATIONAL GROUP, INC.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-2592361-007	M	0

a Name of MTIA, CCT, PSA, or 103-12 IE: AIG STOCK FUND MASTER TRUST

b Name of sponsor of entity listed in (a): AMERICAN INTERNATIONAL GROUP, INC.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-2592361-008	M	0

a Name of MTIA, CCT, PSA, or 103-12 IE: AIG INV INTERN'L DIVERSIFIED EQUITY

b Name of sponsor of entity listed in (a): AMERICAN INTERNATIONAL GROUP, INC.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
26-1367935-136	C	0

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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b Name of sponsor of entity listed in (a):

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b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
COMMOLOCO THRIFT PLAN

B Three-digit plan number (PN) ▶ 020

C Plan sponsor's name as shown on line 2a of Form 5500
COMMOLOCO, INC.

D Employer Identification Number (EIN)
66-0384086

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1894	0
(2) Participant contributions	1b(2)	2467	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	137479	143978
(9) Value of interest in common/collective trusts	1c(9)	1322	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	1553892	0
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	294016	1549640
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	1991070	1693618
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	9702	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	9702	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	1981368	1693618

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	90610	
	(B) Participants	2a(1)(B)	125440	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		216050
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	5643	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		5643
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3999	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		3999
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-113
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		26604
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		6720
c Other income	2c		6301
d Total income. Add all **income** amounts in column (b) and enter total	2d		265204
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	540247	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	3277	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		543524
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		9430
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		552954
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-287750
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS, LLP **(2)** EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		20000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m	X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n	X		

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If yes, enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan
COMMOLOCO THRIFT PLAN

B Three-digit plan number (PN) ▶ 020

C Plan sponsor's name as shown on line 2a of Form 5500
COMMOLOCO, INC.

D Employer Identification Number (EIN)
66-0384086

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 66-0561870 23-2186884

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

pwc

Report of Independent Auditors

To the Participants and Administrator of
CommoLoCo Thrift Plan

We were engaged to audit the financial statements and supplemental schedule of CommoLoCo Thrift Plan (the "Plan") at December 31, 2010 and 2009 and for the year ended December 31, 2010, as listed in the accompanying index. These financial statements and schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Notes 3, 6 and 7, which was certified by Vanguard Fiduciary Trust Company and Wells Fargo Institutional Trust Services, the custodians of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the custodians hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained certifications from the custodians as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the plan administrator by the custodians is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and schedule taken as a whole. The form and content of the information included in the financial statements and schedule, other than that derived from the information certified by the custodians, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

New York, New York
November 30, 2011

CommoLoCo Thrift Plan

Financial Statements and Supplemental Schedule
December 31, 2010 and 2009

CommoLoCo Thrift Plan
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Supplemental Schedule

Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Held at End of Year)
December 31, 2010 22

Note: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

pwc

Report of Independent Auditors

To the Participants and Administrator of
CommoLoCo Thrift Plan

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PricewaterhouseCoopers LLP

New York, New York
November 30, 2011

CommoLoCo Thrift Plan
Statements of Net Assets Available for Benefits
December 31, 2010 and 2009

	2010	2009
Assets		
Investments, at fair value (see Note 5)		
Mutual funds	$ 1,549,640	$ 294,016
Common collective trust	-	1,322
AIG Stable Value Fund Master Trust	-	1,550,430
AIG Stock Fund Master Trust	-	3,462
Total investments, at fair value	1,549,640	1,849,230
Receivables		
Participant contributions	-	2,467
Employer contribution	-	1,894
Loans receivable from participants	143,978	137,479
Total receivables	143,978	141,840
Total assets	1,693,618	1,991,070
Liabilities		
Due to AIG Incentive Savings Plan (see Note 13)	-	9,702
Total liabilities	-	9,702
Net assets available for benefits at fair value	1,693,618	1,981,368
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	-	(10,950)
Net assets available for benefits	$ 1,693,618	$ 1,970,418

See accompanying notes to the financial statements.

CommoLoCo Thrift Plan

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2010

		2010
Additions (deductions) to net assets attributed to		
Investment income (loss)		
Net appreciation in fair value of mutual funds	$	6,720
Net depreciation in fair value of common collective trust		(113)
Interest in investment income of the AIG Stable Value Fund Master Trust		36,290
Interest in investment income of the AIG Stock Fund Master Trust		1,264
Dividend income		3,999
Net investment income		48,160
Interest income from participant loans		5,643
Contributions		
Participants		125,440
Employer		90,610
Total contributions		216,050
Litigation settlements, net (see Note 13)		432
Other additions		5,869
Total additions to net assets		276,154
Deduction from net assets attributed to		
Distributions paid to participants		552,954
Total deduction from net assets		552,954
Net decrease		(276,800)
Net assets available for benefits at:		
Beginning of year		1,970,418
End of year	$	1,693,618

See accompanying notes to the financial statements.

1. Description of the Plan

The following description of the CommoLoCo Thrift Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a complete description of the provisions of the Plan. Copies are available from the Plan Administrator.

Definition of Terms

Terms referenced below related to the Plan's provisions are defined below or in Plan documents.

General

The Plan was most recently amended and restated effective January 1, 2008 and December 31, 2010, respectively. The Plan is sponsored by CommoLoco, Inc. and is a defined contribution plan subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") and Puerto Rico Internal Revenue Code of 1994, as amended (the "Code"). The Plan is offered to eligible employees of CommoLoCo, Inc. (the "Company"), an indirectly owned subsidiary of American International Group ("AIG") and a wholly owned subsidiary of American General Finance ("AGF"). Salaried and certain regular employees, who are residents of Puerto Rico, are eligible to participate in the Plan upon their employment commencement date. Non-salaried employees are eligible to participate in the Plan upon completion of one year of service. The Plan provides for participant elective salary deferrals (participant pre-tax contributions) in accordance with Section 1165(a) and (e) of the Code.

Banco Popular is currently the Puerto Rico Trustee for the Plan. The custodian of the Plan is Vanguard Fiduciary Trust Company ("Vanguard").

On November 30, 2010, the Plan sponsor CommoLoCo, Inc., was acquired by FCFI Acquisition LLC via the AIG sale of AGF. As a result, the Plan transferred in its entirety to the buyer.

Participant Accounts

Each participant's account is credited with his/her contribution and the Company matching contribution plus an allocation of the investment income (loss) and administrative expenses. The benefit to which a participant is entitled is the amount of the participant's vested account balance.

Contributions and Vesting

Participants may contribute, on a pre-tax basis, a basic contribution amount ranging from one to six percent of base pay. Participants may also make additional pre-tax contributions in an amount ranging from one to four percent of base pay. All contributions are subject to the contribution limitations as described below. The Company makes matching contributions equal to 100% of the first 3% of the participant's basic contribution, plus 50% of the next 3% of the participant's basic contribution. In addition to these amounts, participants who attain the age of fifty by the end of the year are provided an opportunity to contribute an additional $1,000 in pre-tax catch up contributions. These additional pre-tax contributions are not eligible for Company match. Employee contributions and earnings thereon vest immediately.

Participants may change their contribution rate and investment election for future contributions, as well as transfer all or part of their employee account balances among funds daily. All changes, except

transfers, are effective as soon as administratively feasible. Transfers are effective on the business day the request is received.

Effective January 1, 2009, the Plan was amended to increase the Employee contributions limit to $9,000 per calendar year ($10,000 for the 2011 and 2012 calendar years, and $12,000 for the 2013 calendar year and years thereafter) or such other limitation as imposed from time to time by the Code, reduced by any "excess deferrals" from other plans allocated to the Plan by March 1 of the next following calendar year within the meaning of, and pursuant to the provisions of the Code.

All participants are immediately fully vested in the Company's matching contributions, employee contributions and earnings.

The Plan permits acceptance of lump-sum rollover contributions from a qualified plan of a prior employer. There is no Company match on any of these rollover contributions.

Investment Options

Plan assets are invested in the investment options offered under the Plan at the direction of Plan participants, and in accordance with the Plan document.

No new contributions of any kind or transfers from other investments may be invested in the AIG Stock Fund. Contributions invested in the AIG Stock Fund prior to May 4, 2009 may remain invested.

Except as specified below, participants may make transfers between existing funds or change the allocation of their current contributions on a daily basis. Transfers and exchanges directly from the Stable Trust to the Vanguard Prime Money Market Fund (a competing fund) are not allowed. Instead, transfers from the Stable Trust must be invested in a non-competing fund for a minimum of ninety days before being exchanged to the Vanguard Prime Money Market Fund.

Effective June 1, 2009, the Stock Trust within the Plan was closed to new contributions. Only Company matching contributions were permitted to be invested in the Stock Trust. The only exception to this rule was for employees of American General Corporation, who made employee balances to a company stock fund prior to January 1, 2003; those employee contributions were permitted to remain in the Stock Trust. Effective January 1, 2003, employees who transfer all or a portion of such employee balances out of the Stock Trust cannot reinvest those amounts back into the Stock Trust.

The WTRISC Trust is part of the Collective Investment Trust operated by the Wilmington Trust Retirement and Institutional Services Company Collective Investment Trust ("WTRISC Trustee"). The WTRISC Trustee has engaged PineBridge Investments LLC ("PineBridge") to act as Sub-Advisor to the PineBridge International Diversified Equity Trust Fund. Contributions from each participating plan are allocated to the WTRISC Trust according to individual participant elections.

On November 1, 2010, WTRISC Trust and M&T Bank Corporation ("M&T") announced that they have entered into a definitive agreement under which the WTRISC Trust will merge with a subsidiary of M&T. The merger has been approved by the respective board of directors; the merger is presently expected to close by the end of 2011. The Plan was notified that the December 31, 2010, WTRISC Fund Financial Statements were prepared on a liquidation basis; there was no effect to the Plan's net asset value ("NAV").

To reduce administrative and fund transaction costs associated with short-term trading by participants which can impact all investors in a particular fund, restrictions are placed on frequent or short-term trading. Vanguard limits participant exchange activity. If a participant exchanges out of a fund, he or she cannot exchange back into that fund for sixty days. This restriction applies to all funds except the Vanguard Money Market Fund.

In addition, as detailed in the Redemption Fees section below, two funds in the Plan will charge a redemption fee on shares that are exchanged out of the fund within a certain period after being exchanged into the fund. The fee, which will be paid directly to the fund, is generally imposed by a fund to discourage short-term trading and protect the interests of long-term investors.

Distributions

An employee can withdraw the vested portion of his or her account in the Plan upon termination, retirement, death, or is in need of the funds due to a case of hardship, as defined by Plan management. Employees may make unlimited withdrawals from the Plan; however, restrictions on the sources of funds available for withdrawals prior to age 59 ½ apply (see Plan document detail on restrictions). Participants who retire, leave the Company or become disabled can elect between receiving a lump sum distribution equal to the entire value of their vested account or deferring the funds in the Plan indefinitely if the account balance is more than $5,000. Distributions are mandatory for account balances of $5,000 or less. Beneficiaries receive a lump sum distribution equal to the full value of accounts held by the Plan participants who die. Funds taken out of the Plan, and not reinvested into another qualified plan or an individual retirement account, subject the employee to income tax and potential penalties. Participants requesting distributions from amounts invested in the Stock Trust may elect to receive the total in cash, in shares of AIG common stock or in some combination of cash and shares. Fractional shares will be distributed in cash.

Participant Loans

The Plan has a general loan provision which enables employees who have an account balance of at least $2,000 to borrow up to 50% of the value of their vested accounts, except that no loans will be made for less than $1,000 or more than $50,000. Loans are granted for a period not to exceed 58 months. Additionally, no more than one general purpose loan may be taken at one time. The rate of interest on any loan to a participant under the Plan shall be determined by the Plan Administrator and shall be equal to the prime rate of interest at the beginning of the quarter in which the loan originates. Loans outstanding at December 31, 2010 have been issued at interest rates between 3.25% and 8.25%. Loan repayments by participants who are employed by the Company including principal and interest are generally made through after-tax payroll deductions.

Each loan is secured through the vested balance in the participant's Plan account. If a participant defaults on his or her loan by failing to make timely repayments, the outstanding principal and interest due on the loan is treated as a deemed distribution and reported as a taxable distribution to the participant in the year of default. If the participant has an outstanding loan and takes a distribution of his or her Plan benefit, the outstanding principal and interest due on the loan is deducted from the amount distributed to the participant.

Redemption Fees

The Vanguard PRIMECAP Fund and Vanguard International Growth Fund charge a redemption fee on shares that are exchanged out of the fund within a certain period after being exchanged into the fund. This fee is generally imposed by a fund to discourage short-term trading and protect the interests of long-term fund investors. The Vanguard PRIMECAP Fund charges a redemption fee of 1% on shares that are redeemed before they have been held for one year. The Vanguard International Growth Fund charges a redemption fee of 2% on shares that are redeemed before they have been held for two months.

Subsequent Events

The Plan's management evaluated subsequent events through November 30, 2011, the date on which the financial statements were available to be issued and no additional disclosures were required except for those described in Note 14.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make significant estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein; and disclosures including those for contingent assets and liabilities, at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Shares of mutual funds and common collective trusts are valued at the net asset value of the shares held by the Plan at year end. The NAV per share is calculated daily by each fund based on the market value of the underlying securities within each fund. Each common/collective trust provides for daily participant redemptions by the Plan at reported net asset values per share, with no advance notice requirement. Additionally, the Plan invested in the Stock Trust and the Stable Trust (collectively the "Master Trusts"). The 2009 Plan interest in the Master Trusts was stated at fair value. The Plan's interest was based on beginning of the year value of the Plan's interest in the Master Trusts plus contributions and allocated investment income less withdrawals and allocated expenses.

Investment contracts in the Stable Trust are reported at fair value. However, contract value is the relevant financial statement measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts in the Stable Trust, as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

The net appreciation (depreciation) in fair value of investments, including realized gains or losses and net change in unrealized gains or losses, is reflected in the Statement of Changes in Net Assets Available for Benefits. Realized gains or losses on the disposal of investments are determined by specific identification and recognized on the trade date basis. Interest income is recorded on the accrual basis. Dividend income is recognized on the ex-dividend date. Purchases and sales are recorded on a trade date basis.

Loans Receivable from Participants

Participant loans are classified as Loans receivable from participants in the Statement of Net Assets Available for Benefits and are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Distributions

Distributions made to participants are recorded when paid.

Recent Accounting Standards

Reporting Loans to Participants by Defined Contribution Plans

In September 2010, the Financial Accounting Standards Board ("FASB") issued an accounting standard amendment that requires participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This standard is effective for plan years ending December 15, 2010. The adoption of this guidance is reflected, where applicable, throughout these financial statements. Participant loans at December 31, 2009 were reclassified to loans receivable to conform to the current accounting standard presentation.

Fair Value Measurements and Disclosures

In January 2010, the FASB issued updated guidance that requires fair value disclosures about significant transfers between Level 1 and 2 measurement categories and separate presentation of purchases, sales, issuances and settlements ("gross basis") within the roll forward of Level 3 activity. Also, this updated fair value guidance clarifies the disclosure requirements about the level of disaggregation and valuation techniques and inputs. The standard is effective for reporting periods beginning after December 15, 2009, except for the gross presentation required in Level 3, which is effective for fiscal years beginning after December 15, 2010. The adoption of this guidance is reflected, where applicable, throughout these financial statements.

Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly

In April 2009, the FASB issued a standard that provides guidance for estimating the fair value of assets and liabilities when the volume and level of activity for an asset or liability have significantly decreased and identifying circumstances that indicate a transaction is not orderly. This standard also

reaffirms that fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions and also reaffirms the need to use judgment in determining if a formerly active market has become inactive. This new standard was adopted by the Plan during 2009 and did not have a material impact on the Plan's financial statements.

Subsequent Events

In May 2009, the FASB issued an accounting standard that requires disclosure of the date through which a company evaluated the need to disclose events that occurred subsequent to the balance sheet date and whether that date represents the date the financial statements were issued or were available to be issued. The adoption of this guidance is reflected, where applicable, throughout these financial statements.

Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)

In September 2009, the FASB issued an accounting standard that permits, as a practical expedient, the fair value of an investment that is within the scope of the update to be measured on the basis of the NAV per share of the investment (or its equivalent) if that value is calculated in accordance with fair value as defined by the FASB. The standard also requires enhanced disclosures. The new standard applies to investments that do not have readily determinable fair values such as certain hedge funds and private equity funds. The new standard was effective for annual periods ending after December 15, 2009 and not applicable to the Plan.

3. Certified Investment Information

As permitted by 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the information in this footnote, as well as any information related to investments and investment activity, was prepared by or derived from information certified by the Trustee and custodian, which was furnished to Plan management. Plan management has obtained certifications from the Trustee and custodian that such information is complete and accurate.

	2010	2009
Investments, at fair value	$ 1,549,640	$ 1,849,230
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	-	(10,950)
Investments, at contract value	$ 1,549,640	$ 1,838,280
Loans receivable from participants	$ 153,594	$ 138,466
Net investment income	$ 48,160	
Interest income from participant loans	$ 5,643	

In addition, disclosures included in notes 4, 5, 6 and 7 and the Supplemental Schedule of Assets Held for Investment Purposes related to the investments and investment income detailed above have been derived from information certified by the trustee and the custodian.

4. Investments

The following investments represent five percent or more of the Plan's net assets:

	2010	2009
AIG Stable Value Fund Master Trust	$ -	$ 1,550,430
Vanguard Prime Money Market Fund	1,417,551	185,828

5. Fair Value Measurements

The Plan carries its investments at fair value which are measured and classified in a hierarchy that prioritizes inputs to valuation techniques based on whether those inputs are observable or unobservable. Observable inputs, which reflect market data obtained from independent sources, and unobservable inputs, which reflect the Plan's market assumptions, create the following fair value hierarchy:

• Level 1 – Quoted prices for identical instruments in active markets.

• Level 2 – Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.

• Level 3 – Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

This hierarchy requires the Plan to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in these securities. Based on the Plan's investment strategy, Plan management believes it has no significant concentrations of risk.

Following are descriptions of the valuation methodologies used for instruments carried at fair value in the Plan; the methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other entities within the industry, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Guarantee Investment Contracts

Valued based on the present value of future cash flows using the current discount rate.

Synthetic Guaranteed Investment Contracts

Plan management determines the fair value of a wrapper contract provided by a security-backed contract issuer is the present value of the difference between the current wrapper fee and the contract wrapper fee. Galliard Capital Management, Inc. ("Galliard"), the investment manager of the Stable Trust, normally obtains the fair value using private markets that are not active using the discount rate and fees as directly observable inputs.

The fair value of a security-backed contract includes the value of the wrapper contract and the value of the underlying portfolio securities. For the underlying portfolio securities, Galliard obtains the pricing for the securities through independent pricing services or independent brokers. These prices are based on observable market data for the same or similar securities as the inputs. There are circumstances where Galliard may rely on internal pricing using a combination of observable or unobservable market data due to unavailable information from the pricing service or broker.

Mutual Funds and Money Market Fund

Valued at the NAV of shares held by the Plan at year-end.

Common Collective Trust

Valued using the NAV provided by the administrator of the fund for 2009. PineBridge obtains the NAV, using private markets that are not active, however, the unit price is based on underlying investments, which are traded on an active market.

Investments at Fair Value by Level

The following tables present information about the Plan's investments measured at fair value and indicates the level of the fair value measurement based on the levels of the inputs used at December 31, 2010 and 2009, respectively. It does not include the Plan's interest in the Stable Trust and the Stock Trust.

	2010			
	Level 1	**Level 2**	**Level 3**	**Total**
Mutual Funds				
Fixed Income Funds	$ 1,489,923	$ -	$ -	$ 1,489,923
Index Funds	16,034	-	-	16,034
Balanced Fund	27,494	-	-	27,494
Growth Funds	3,732	-	-	3,732
International Equity Funds	2,066	-	-	2,066
Equity Funds	10,391	-	-	10,391
Total Investments	$ 1,549,640	$ -	$ -	$ 1,549,640

	2009			
	Level 1	**Level 2**	**Level 3**	**Total**
AIG Investments International				
Diversified Equity Trust	$ -	$ 1,322	$ -	$ 1,322
Mutual Funds				
Fixed Income Funds	250,091	-	-	250,091
Index Funds	11,908	-	-	11,908
Balanced Fund	17,643	-	-	17,643
Growth Funds	1,296	-	-	1,296
Equity Funds	13,078	-	-	13,078
Total Investments	$ 294,016	$ 1,322	$ -	$ 295,338

As a result of the AGF sale and the establishment of a separate trust with a new trustee on December 1, 2010, the Plan did not have an interest in the Stable Value and Stock Trust as of December 31, 2010. The following table sets forth by level, within the fair value hierarchy, the Stable Trust assets at fair value as of December 31, 2009:

	2009			
	Level 1	**Level 2**	**Level 3**	**Total**
GIC's	$ -	$ 24,573,604	$ -	$ 24,573,604
Security Backed Contracts				
Corporate Bonds	-	50,832,696	-	50,832,696
U.S. Government Bonds	-	26,708,966	-	26,708,966
Municipal Bonds	-	12,317,868	-	12,317,868
Other	-	141,603,312	-	141,603,312
Wrapper Contracts	-	186,337	-	186,337
Collective Trusts	-	219,590,353	-	219,590,353
Total assets	-	475,813,136	-	475,813,136
Liabilities	-	(290,431)	-	(290,431)
Total net assets	-	475,522,705	-	475,522,705
Plan Interest in Stable Trust	$ -	$ 1,550,430	$ -	$ 1,550,430

The following table sets forth by level, within the fair value hierarchy, the Stock Trust assets at fair value as of December 31, 2009:

	2009			
	Level 1	**Level 2**	**Level 3**	**Total**
AIG Common Stock	$ 15,691,015	$ -	$ -	$ 15,691,015
Money Market Fund	20,453	-	-	20,453
Total assets	$ 15,711,468	$ -	$ -	$ 15,711,468
Plan Interest in Stock Trust	$ 3,462	$ -	$ -	$ 3,462

6. Master Trust Information – AIG Stable Trust

The Plan invests in the Stable Trust, which is a master trust established by AIG to include the holding of assets for various defined contribution plans. The custodian of the Stable Trust is Wells Fargo Institutional Trust Services ("Wells Fargo"), and the trustee is Vanguard.

Stable Trust assets are allocated among the participating plans by assigning to each plan those transactions which can be specifically identified (primarily contributions and benefit payments) and by allocating net income (resulting from the collective investment of the assets of the Stable Trust) in proportion to the market value of each participating plan's assets on a daily basis.

The Stable Trust invests in a common collective trust, traditional GICs and synthetic GICs, with various third party financial institutions. All investments in the Stable Trust are fully benefit-responsive. Contract value is the relevant measurement attribute for the portion of net assets available for benefits attributable to fully benefit-responsive investment contracts. Contract value represents contributions made to the investment contract plus earnings, less participant withdrawals and administrative expenses.

A traditional GIC provides for a fixed return on principal over a specified period of time through fully benefit-responsive contracts issued by a third party which are backed by assets owned by the third party.

A synthetic GIC is composed of individual assets, usually a portfolio of high quality fixed income securities placed in a trust. The Stable Trust purchased a third-party issued benefit-responsive wrapper contract that guarantees participant transactions are executed at contract value. The wrapper contract amortizes the realized and unrealized gains or losses on the underlying fixed income investments; typically over the expected duration of the investment through adjustments to the future interest crediting rate (which is the rate earned by participants in the fund which resets on a quarterly basis). The issuer of the wrapper contract provides assurance that the adjustments to the interest crediting rate do not result in a future interest crediting rate that is less than zero. An interest crediting rate less than zero would result in a loss of principal or accrued interest.

The average yield rate of the Stable Trust was 2.52% for the year ended December 31, 2009. The average crediting interest rate was 3.16% as of December 31, 2009. The Stable Trust is exposed to credit risk in the event of non-performance by counterparties to the contracts. However, the Plan sponsor does not anticipate non-performance by these counterparties.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. Plan management does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

Investment information relating to the investments held in the Stable Trust and related earnings for the participating plans are based on information certified by the custodian.

Investments held by the Stable Trust at December 31, 2009 were as follows:

Name of issuer	Moody's/ S&P Credit Rating	Investment at Fair Value	Wrapper Contracts at Fair Value	Adjustment to Contract Value	Contract Value
Common Collective Trusts					
Wells Fargo Short Term Investment Fund		$ 50,454,383	$ -	$ -	$ 50,454,383
Wells Fargo Stable Return Fund for EBT		169,135,970	-	(337,597)	168,798,373
Total Common Collective Trust		219,590,353	-	(337,597)	219,252,756
Guaranteed Investment Contracts - Traditional					
ING Life Ins. and Annuity Co.	A2/A+	6,036,866	-	1,384	6,038,250
Metropolitan Life Ins. Co.	Aa3/AA-	12,351,562	-	(145,603)	12,205,959
Prudential Life Ins. Co.	Aa2/AA-	6,185,176	-	(150,602)	6,034,574
Total Guaranteed Investment Contracts - Traditional		24,573,604	-	(294,821)	24,278,783
Security-backed contracts:					
Natixis Financial Products Inc.	Aa3/A+	-	-	516,387	49,980,444
J.P. Morgan Chase Bank, NA	Aa1/AA-	-	150,765	(97,611)	79,235,905
Monumental Life Ins. Co.	A1/AA-	-	35,572	(1,590,232)	49,853,357
Pacific Life Insurance Company	A1/AA-	-	-	(1,554,660)	49,853,357
Corporate Bonds		50,832,696	-	-	-
U.S. Government Bonds		26,708,966	-	-	-
Municipal Bonds		12,317,868	-	-	-
Other		141,603,312	-	-	-
Total Security-backed contracts		231,462,842	186,337	(2,726,116)	228,923,063
Total Investments		$ 475,626,799	$ 186,337	$ (3,358,534)	$ 472,454,602

Investment income for the Stable Trust was as follows:

	Year ended December 31, 2010
Net appreciation in fair value of Stable Trust	5,256,485
Interest income	8,104,611
Total investment income	$ 13,361,096
Plan Interest in Stable Trust	$ 36,290

Percentage interest in the Stable Trust as of December 31, 2009, was as follows:

	2009
American International Group, Inc. Incentive Savings Plan	94.30 %
American General Agents' and Managers' Thrift Plan	5.04
CommoLoCo Thrift Plan	0.33
American International Companies of Puerto Rico Capital Growth Plan	0.33
Total	100.00 %

7. Master Trust information – AIG Stock Trust

The Plan invests in the Stock Trust, which is a master trust established by AIG, to include various defined contribution plans. The custodian and trustee of the Stock Trust is Vanguard.

The Stock Trust has investments in AIG common stock and a money market fund. The AIG common stock is valued based on the closing price as reported on the New York Stock Exchange on the last business day of the year. The fair value of the money market fund is based on the NAV on the last day of the reporting period.

Stock Trust assets are allocated among the participating plans by assigning to each plan those transactions which can be specifically identified (primarily contributions and benefit payments) and by allocating net income (resulting from the collective investment of the assets of the Stock Trust) in proportion to the market value of each participating plan's assets on a daily basis.

Investments held by the Stock Trust as of December 31, 2009 were as follows:

	2009
American International Group, Inc. Common Stock	$ 15,691,015
Vanguard Prime Money Market Fund	20,453
Total investments	15,711,468

Investment income for the Stock Trust was as follows:

	Year End December 31, 2010
Net appreciation in fair value of the Stock Trust	$ 13,085,764
Total investment income	13,085,764
Plan Interest in Stock Trust	$ 1,264

Percentage interest in the Stock Trust as of December 31, 2009 was as follows:

	2009
American International Group, Inc. Incentive Savings Plan	94.68 %
American General Agents' and Managers' Thrift Plan	5.14
CommoLoCo Thrift Plan	0.02
American International Companies of Puerto Rico Capital Growth Plan	0.16
Total	100.00 %

8. Tax Status

On December 13, 2006, a determination letter was received from the Commonwealth of Puerto Rico Department of Treasury, stating that the Plan is qualified under the appropriate sections of the Puerto Rico Internal Revenue Code, ("Code") and, therefore, the related trust is exempt from taxation. The Plan has been restated since receiving said determination letter. However, the Plan Administrator believes the Plan is currently designed and operated in material compliance with the applicable requirements of the Puerto Rico Code, and therefore believes that the Plan is qualified and the related trust is exempt in Puerto Rico, and pursuant to ERISA Section 1022(i)(2), the related trust is exempt in the U.S.

The Plan Administrator intends to submit the Plan, as amended and restated effective January 1, 2008 and December 1, 2010, with the Puerto Rico Treasury Department for its determinations that the Plan continues to be qualified under the appropriate sections of the Puerto Rico Code.

Tax positions taken by the Plan must be evaluated and a tax liability (or asset) recognized if the Plan Administrator deems it more-likely-than-not that the Plan has taken an uncertain position that would not be sustained upon examination by the IRS. As of December 31, 2010, it was determined that there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements, except as described below. The Plan is subject to routine audits by the IRS; however, there are currently no audits in progress for any tax periods.

As described in Note 1, the plan documents allow for in-service distributions from employer contributions and earnings, after-tax contributions and earnings, and rollover contributions and earnings. In service withdrawals totaling $43,825 were not in compliance with the plan document. Management has assessed the facts and circumstances surrounding these distributions and determined

that this error be corrected following the guidance set forth in the IRS Employee Plans Compliance Resolution System (Rev. Proc. 2008-50) to maintain the tax-qualified status of the Plan. As part of the self-correction process, letters will be sent to each participant involved notifying each of them that the payment each received was not eligible for favorable tax treatment, and specifically was not eligible for tax-free rollover, and that we are requesting that all pre-tax funds dispersed in error, plus applicable earnings from the date of the distribution to the date of repayment, be returned to the trust.

9. Administrative Expenses

The administrative expenses of the Plan are paid by the Company.

10. Plan Termination

Although it has not expressed any intent to do so, Springleaf has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become one hundred percent vested in the employer contribution portion of their balance.

11. Related Party Transactions

During 2009, the Plan investments included units of the Stock Trust, which hold AIG common stock, mutual funds managed by Vanguard, and mutual funds managed by SunAmerica. At December 31, 2010, the Plan did not invest in the Stock and Stable Trust. The Company was the Plan sponsor as of November 30, 2010 as specified by the Plan, Vanguard is the Trustee, SunAmerica is a subsidiary of AIG and Wells Fargo is the custodian of the Stable Trust; therefore, these investments qualify as party-in-interest transactions. The Plan purchased $0 and $103 of AIG common stock during the years ended December 31, 2010 and 2009, respectively.

Also, the Plan sold $1,068 and $500 of AIG common stock during the years ended December 31, 2010 and 2009, respectively. The Plan held no shares and 3,155 shares of AIG common stock with a current value of $0 and $3,462 at December 31, 2010 and 2009, respectively. The Plan received no AIG common stock dividends for the year ended December 31, 2010 and 2009, respectively.

12. Risks and Uncertainties

During 2009 the Plan's interest in the Master Trust included investment securities that are exposed to various risks such as interest rate fluctuations, market volatility and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks and changes in the value of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits and Statement of Changes in Net Assets Available for Benefits.

Plan investments include a variety of investments that may directly or indirectly invest in securities with contractual cash flows. The value, liquidity, and related income of these securities are sensitive to changes in economic conditions and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

At December 31, 2010, the Plan had no interest in the AIG Stock Master Trust. At December 31, 2009, approximately 0.02 % of the Plan's total investments were invested in the AIG Stock Master

Trust. The underlying value of the Company stock is subject to operational and market risks.

As noted in Springleaf's December 31, 2010 Form 10-K and reaffirmed in Springleaf's March 31, 2011 Form 10-Q, Springleaf's management concluded that they would have adequate liquidity to continue as a going concern for at least the next twelve months. For further information, please refer to Springleaf's 10-K and subsequent 2011 quarterly Form 10-Q filing.

13. Litigation

Litigation Settlements

ERISA Lawsuit

Between November 30, 2004 and July 1, 2005, several ERISA actions were filed in the Southern District of New York on behalf of purported class participants and beneficiaries of the Plan that is sponsored by AIG. A consolidated complaint filed on September 26, 2005 alleged a class period between September 30, 2000 and May 31, 2005 and named as defendants AIG, the members of AIG's Retirement Board and the Administrative Board of the Plan at issue, and present or former members of AIG's Board of Directors. The parties have reached an agreement to settle this matter for an amount within AIG's insurance coverage limits. On July 3, 2008, the Court granted preliminary approval of the settlement, and at a hearing on October 7, 2008 the Court issued an order approving the final settlement. The deadline for filing an appeal from the approval order was November 7, 2008. No appeal was filed and the settlement is final. On August 20, 2009, the Plan received $25,414 which was allocated to participants.

In October 2009, AIG learned that there were adjustments required to the amounts initially allocated to participant accounts in the Plan. The adjustments were attributed to AIG's external administrator's misinterpretation of the allocation data which resulted in some participants receiving more than they should have, and others receiving less.

As part of the correction process, $9,702 was removed from the Plan. The corrections to participant accounts were completed in the January to April 2010 timeframe.

SEC Lawsuit

On February 9, 2006, the United States Securities and Exchange Commission filed a Complaint alleging that from at least 2000 until 2005, AIG falsified its financial statements through a variety of sham transactions and entities, and that AIG reported materially false and misleading information about its financial condition. On February 17, 2006, the United States District Court for the Southern District (the "Court") entered a Final Judgment against AIG, to which AIG consented without admitting or denying the allegations of the Complaint. On March 3, 2006, AIG paid a total of $800 million to the Clerk of the Court to be distributed among shareholders of AIG who purchased AIG shares during a specified period. The funds were thereafter deposited in an interest-bearing account with the Court Registry Investment System. Because participants of the Stock Trust came into possession of shares of AIG stock during the specified period, the Stock Trust was entitled to an allocation of amounts from the settlement. On June 12, 2009, Vanguard received a payment of $5,745 on behalf of the Stock Trust. Funds will be allocated among the eligible participants in 2009.

In October 2009, AIG learned that there were adjustments required to the amounts initially allocated to participant accounts in the Plan. The adjustments were attributed to the AIG external

administrator's misinterpretation of the allocation data which resulted in some participants receiving more than they should have, and others receiving less. The corrections, which were immaterial, to participant accounts were completed in the January to April 2010 timeframe.

Pending Litigation

Between June 25, 2008, and November 25, 2008, AIG, certain directors and officers of AIG and members of AIG's Retirement Board and Investment Committee were named as defendants in eight purported class action complaints asserting claims on behalf of participants in certain pension plans sponsored by AIG or its subsidiaries. On March 19, 2009, the Court consolidated these eight actions as In re American International Group, Inc. ERISA Litigation II. On June 26, 2009, lead plaintiffs' counsel filed a consolidated amended complaint (the "Complaint"). The action purports to be brought as a class action under ERISA, on behalf of all participants in or beneficiaries of the AIG Incentive Savings Plan (the "ISP Plan"), American General Agents' and Managers' Thrift Plan (the "AGLA Plan"), and the CommoLoCo Thrift Plan (collectively, the "Plans") during the period June 15, 2007 through the present and whose participant accounts included investments in the AIG Stock Fund. In the Complaint, plaintiffs allege, among other things, that the defendants breached their fiduciary responsibilities to Plan participants and their beneficiaries under ERISA, by continuing to offer the AIG Stock Fund as an investment option in the Plans after it allegedly became imprudent to do so. The alleged ERISA violations relate to, among other things, the defendants' purported failure to monitor and/or disclose certain matters, including exposure to the U.S. residential subprime mortgage market, unrealized market valuation losses on AIGFP's super senior credit default swap portfolio, losses and liquidity constraints relating to AIG's securities lending program and related disclosure and other matters.

On September 18, 2009, defendants filed motions to dismiss the Complaint. On March 31, 2011, the Court granted in part and denied in part the defendants' motion to dismiss. The Court dismissed all claims with respect to the CommoLoco Thrift Plan. The Court denied the motion to dismiss in all material respects with regard to the ISP Plan and the AGLA Plan. The defendants filed answers to the Complaint on August 5, 2011. Plaintiffs' claims are asserted against AIG and the purported individual fiduciaries of the Plans and, therefore, any damages recovered would be from those individual defendants and not directly from the Plans.

14. Subsequent Events

On October 1, 2011, the Qualified Default Investment Alternative (QDIA) was changed from Vanguard Wellington to the age appropriate Vanguard Target Retirement Fund.

15. Change in Service Provider

Effective December 31, 2010, the record keeper and Trustee services were transferred from Vanguard to Mercer HR Services, LLC and Mercer Trust Company, respectively.

2011 Investment options	2010 Investment options
Thornburg International Equity Fund-Tier 2	PineBridge International Diversified Equity Trust Fund
Northern Trust MSCI ACWI ex U.S. Equity Index-Tier 1	Alliance Bernstein International Value Fund
Baron Small Cap Fund	Baron Small Cap Institutional
Janus Twenty Fund	Janus Twenty Fund
Perkins Small Cap Value L	Perkins Small Cap Value I
Vanguard Institutional Index	SunAmerica Focused Large-Cap Growth Portfolio (Class Z)
MFS Value Fund R4	SunAmerica Value Fund (Class Z)
Vanguard 500 Index Fund Investor Shares	SunAmerica Focused Large Cap Gr Z
Vanguard FTSE All world Ex-US index Fund Instl Shares	Vanguard International Growth Fund
Vanguard Prime Money Market Fund Investor Shares	Vanguard Prime Money Market Fund
Vanguard PRIMECAP Fund Investor Shares	Vanguard PRIMECAP Fund Investor Shares
Vanguard Total Bond Market Index Fund Investor Shares	Vanguard Total Bond Market Index Fund Investor Shares
Vanguard Wellington Fund Investor Shares	Vanguard Wellington Fund Investor Shares
MFS Value Fund R4	Vanguard Windsor Fund Investor Shares
Vanguard 500 Index Fund Investor Shares	Vanguard 500 Index Fund Investor Shares
Vanguard Target Retirement 2005 Investor shares	
Vanguard Target Retirement 2010 Investor shares	
Vanguard Target Retirement 2015 Investor shares	
Vanguard Target Retirement 2020 Investor shares	
Vanguard Target Retirement 2025 Investor shares	
Vanguard Target Retirement 2030 Investor shares	
Vanguard Target Retirement 2035 Investor shares	
Vanguard Target Retirement 2040 Investor shares	
Vanguard Target Retirement 2045 Investor shares	
Vanguard Target Retirement 2050 Investor shares	
Vanguard Target Retirement 2055 Investor shares	
Wells Fargo Stable Return Fund M	
Northern Trust Extended Market Index-Tier 1	
Vanguard Target Retirement Income Investor Shares	

16. Reconciliation of Financial Statement to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	2010	2009
Net assets available for benefits per the financial statements	$ 1,693,618	$ 1,970,418
Add: Adjustment from fair value to contract value for fully benefit-responsive investment contracts	-	10,950
Net assets available for benefits per Form 5500	$ 1,693,618	$ 1,981,368

The following is a reconciliation of net additions per the financial statements to the Form 5500:

	2010
Net additions per the financial statements	$ 276,154
Add: Changes in adjustment from fair value to contract value for fully benefit-responsive investment contracts	(10,950)
Total additions per Form 5500	$ 265,204

The following is a reconciliation of net decrease on the Statement of Changes in Net Assets Available for Benefits per the financial statements to the Form 5500:

	2010
Net decrease per the financial statements	$ (276,800)
Add: Changes in adjustment from fair value to contract value for fully benefit-responsive investment contracts	(10,950)
Net decrease per Form 5500	$ (287,750)

CommoLoCo Thrift Plan
Form 5500, Schedule H – Part IV, Line 4I
Schedule of Assets (Held at End of Year)
December 31, 2010

	Issue	Description	Cost **	Current Value	
	Perkins Small Cap Value Fund Class I	Equity Mutual Fund		$ 1,011	***
*	MFS Value Fund R4 Shares	Growth Mutual Fund		3,732	***
*	Vanguard PRIMECAP Fund Investor Shares	Equity Mutual Fund		9,380	***
*	Vanguard 500 Index Fund Investor Shares	Index Mutual Fund		16,034	***
*	Northern Trust MSCI ACWI ex-US Equity Index	International Equity Mutual Fund		2,066	***
*	Vanguard Prime Money Market Fund Investor Shares	Fixed Income Mutual Fund		1,417,551	***
*	Vanguard Total Bond Market Index Fund Investor Shares	Fixed Income Mutual Fund		72,372	***
*	Vanguard Wellington Fund Investor Shares	Balanced Mutual Fund		27,494	***
	Total Investments			$ 1,549,640	
*	Loans receivable from participants	Loans issued at interest rates between 3.25% and 8.25%, maturity dates ranging from March 2011 to September 2015		$ 143,978	***
	Total			$ 1,693,618	

* Party-in-interest.

** Cost is not required for participant directed investments.

*** This schedule has been derived from information certified by Vanguard Fiduciary Trust Company, the trustee, as complete and accurate.

CommoLoCo Thrift Plan
Form 5500, Schedule H – Part IV, Line 4I
Schedule of Assets (Held at End of Year)
December 31, 2010

	Issue	Description	Cost **	Current Value	
	Perkins Small Cap Value Fund Class I	Equity Mutual Fund		$ 1,011	***
*	MFS Value Fund R4 Shares	Growth Mutual Fund		3,732	***
*	Vanguard PRIMECAP Fund Investor Shares	Equity Mutual Fund		9,380	***
*	Vanguard 500 Index Fund Investor Shares	Index Mutual Fund		16,034	***
*	Northern Trust MSCI ACWI ex-US Equity Index	International Equity Mutual Fund		2,066	***
*	Vanguard Prime Money Market Fund Investor Shares	Fixed Income Mutual Fund		1,417,551	***
*	Vanguard Total Bond Market Index Fund Investor Shares	Fixed Income Mutual Fund		72,372	***
*	Vanguard Wellington Fund Investor Shares	Balanced Mutual Fund		27,494	***
	Total Investments			$ 1,549,640	
*	Loans receivable from participants	Loans issued at interest rates between 3.25% and 8.25%, maturity dates ranging from March 2011 to September 2015		$ 143,978	***
	Total			$ 1,693,618	

* Party-in-interest.

** Cost is not required for participant directed investments.

*** This schedule has been derived from information certified by Vanguard Fiduciary Trust Company, the trustee, as complete and accurate.