

AMERICAN EXPRESS CO  
Form 4  
May 29, 2015

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Squeri Stephen J

(Last) (First) (Middle)

200 VESEY STREET, AMERICAN EXPRESS TOWER

(Street)

NEW YORK, NY 10285-5001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

AMERICAN EXPRESS CO [AXP]

3. Date of Earliest Transaction (Month/Day/Year)

05/27/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Group Pres., Global Corp Serv

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |                            |   |                             |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|----------------------------|---|-----------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price (A) or (D)  |  |   |                            |   |                             |
| Common Stock                    | 05/27/2015                           |  | M                              |   | 400,000   | A  | \$ 57.77  | 540,235.711                | D |                             |
| Common Stock                    | 05/27/2015                           |  | M                              |   | 65,000  | A  | \$ 49.13  | 605,235.711                | D |                             |
| Common Stock                    | 05/27/2015                           |  | S <sup>(1)</sup>               |   | 431,913   | D  | \$ 80 <sup>(2)</sup>                                  | 173,322.711 <sup>(3)</sup> | D |                             |
| Common Stock                    |                                      |  |                                |   |   |  |   | 113.83                     | I | 401(k) Trust <sup>(4)</sup> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Employee Stock Option (Right to Buy)       | \$ 57.77   | 05/27/2015                           |  | M                              | 400,000   | 01/25/2010 <sup>(5)</sup> 01/24/2017                     | Common Stock 400  |
| Employee Stock Option (Right to Buy)       | \$ 49.13   | 05/27/2015                           |  | M                              | 65,000  | 01/31/2011 <sup>(6)</sup> 01/30/2018                     | Common Stock 65   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| Squeri Stephen J<br>200 VESEY STREET, AMERICAN EXPRESS TOWER<br>NEW YORK, NY 10285-5001 |               |           | Group Pres., Global Corp Serv |       |

## Signatures

/s/ Emily T. Epstein,  
attorney-in-fact  
Date: 05/29/2015

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The reported disposition represents the sale of shares to cover the cost of exercise and withholding tax obligations arising from the stock (1) option exercises reported above and the sale of 50% of the net shares acquired from these exercises; the reporting person will retain the balance of the net shares in accordance with the Company's retention guidelines for executive officers.

## Edgar Filing: AMERICAN EXPRESS CO - Form 4

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$79.86 to \$80.17. The reporting person undertakes to provide to American Express Company, any security holder of American Express Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.
- (2) The reporting person's end of period holdings reflects a prior transfer of shares pursuant to a domestic relations order.
  - (3) Shares held in reporting person's account under the Company's Incentive Savings Plan. This plan uses unit accounting, and the number of shares that a participant is deemed to hold varies with the unit price of the Company pooled stock fund.
  - (4) These options became exercisable in three equal annual installments beginning on date shown as "Date Exercisable."
  - (5) One half of these options became exercisable on 1/31/2011 and the other on 1/31/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.