

AMERICAN EXPRESS CO
Form 4
April 25, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
SCHICK THOMAS A

(Last) (First) (Middle)

**3 WORLD FINANCIAL
CENTER, 200 VESEY ST,
AMERICAN EXPRESS TOWER**

(Street)

NEW YORK, NY 10285

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

AMERICAN EXPRESS CO [AXP]

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

04/23/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP-Corp. Affairs

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

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	(A) or (D)	Price
Common Stock	04/23/2007		M		47,896	A	\$ 30.892
Common Stock	04/23/2007		M		109,601	A	\$ 43.601
Common Stock	04/23/2007		M		6,103	A	\$ 44.717
Common Stock	04/23/2007		S		1,500	D	\$ 61.08
Common Stock	04/23/2007		S		6,000	D	\$ 61.09
							289,996

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Common Stock	04/23/2007	S	75,600	D	\$ 61.1	214,396	D	
Common Stock	04/23/2007	S	33,500	D	\$ 61.11	180,896	D	
Common Stock	04/23/2007	S	17,400	D	\$ 61.12	163,496	D	
Common Stock	04/23/2007	S	1,500	D	\$ 61.125	161,996	D	
Common Stock	04/23/2007	S	14,100	D	\$ 61.13	147,896	D	
Common Stock	04/23/2007	S	2,500	D	\$ 61.14	145,396	D	
Common Stock	04/23/2007	S	3,000	D	\$ 61.15	142,396	D	
Common Stock	04/23/2007	S	3,400	D	\$ 61.165	138,996	D	
Common Stock	04/23/2007	S	5,100	D	\$ 61.17	133,896 ⁽¹⁾	D	
Common Stock						991 ⁽²⁾	I	By Isp Trust

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 Securities (Instr. 3 and 4)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number Shares
Employee Stock Option (Right to Buy)	\$ 30.892	04/23/2007		M	47,896	02/22/2003	02/22/2009	Common Stock	47,896
	\$ 43.601	04/23/2007		M	109,601	02/10/2005	02/21/2009		109,601

Employee
Stock
Option
(Right to
Buy)

Common
Stock

Employee
Stock
Option
(Right to
Buy)

\$ 44.717 04/23/2007

M

6,103

03/10/2005 02/21/2009

Common
Stock

6,10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHICK THOMAS A 3 WORLD FINANCIAL CENTER 200 VESEY ST, AMERICAN EXPRESS TOWER NEW YORK, NY 10285			EVP-Corp. Affairs	

Signatures

/s/ Stephen P. Norman,
attorney-in-fact

04/25/2007

__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).

- (1) Includes shares acquired pursuant to a dividend reinvestment feature of the Company's Shareholder Stock Purchase Plan and a similar reinvestment feature offered by the reporting person's broker-dealer.
- (2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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