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Form 4	AN EXPRESS CO							
May 13, 20	ЛЛ			AND EXCHANGE a, D.C. 20549	COMMISSION	OMB A OMB Number:	PPROVAL 3235-0287	
if no lo subject Section Form 4 Form 5 obligat may co	116. For Filed pur	MENT OF CHA rsuant to Section (a) of the Public 30(h) of the	Expires: Estimated burden hou response	urs per				
(Print or Type	e Responses)							
1. Name and Address of Reporting Person <u>*</u> WALTER ROBERT D			ol	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) C/O AMERICAN EXPRESS COMPANY, 200 VESEY STREET			e of Earliest 7 n/Day/Year) /2015	XPRESS CO [AXP]	(Check all applicable) X_ Director 10% Owner Officer (give title below) 0ther (specify below)			
	(Street)	4. If A Filed(N	mendment, E ⁄lonth/Day/Yea	-	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEW YO	RK, NY 10285-50	01			Person		eporting	
(City)	(State)	(Zip) Ta	able I - Non-	Derivative Securities A	cquired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesFBeneficially(IOwned(I	. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: R	eport on a separate line	e for each class of so	ecurities bene	information cont required to resp	or indirectly. spond to the collec tained in this form ond unless the form ntly valid OMB con	are not n	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Share Equivalent Units	<u>(1)</u>	05/11/2015		A <u>(2)</u>		2,119.461		(3)	(3)	Common Stock	2,119.4

Reporting Owners

		Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
WALTER ROBERT D C/O AMERICAN EXPRESS COMPANY 200 VESEY STREET NEW YORK, NY 10285-5001	X							
Signatures								
/s/ Emily T. Epstein, attorney-in-fact)5/13/2015							
**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).
- (1) The Share Equivalent Units convert into common stock on a one-for-one basis.
- (2) The reported Share Equivalent Units were awarded pursuant to the Company's 2003 Share Equivalent Unit Plan for Directors and will be settled in cash following termination of service as a Director.
- (3) The Share Equivalent Units are convertible immediately and have no expiration date.
- (4) Includes Share Equivalent Units acquired pursuant to a dividend reinvestment feature of the Directors' Deferred Compensation Plan and/or the 2003 Share Equivalent Unit Plan for Directors.

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.