

AMERICAN EXPRESS CO  
Form 3  
March 07, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *	2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
^ Henry Daniel T (Last) (First) (Middle)	(Month/Day/Year) 02/26/2007	AMERICAN EXPRESS CO [AXP]	(Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Acting Chief Financial Officer	

3 WORLD FINANCIAL CENTER, ^ 200 VESEY ST., AMERICAN EXPRESS TOWER  
(Street)  
  
NEW YORK, ^ NY ^ 10285  
(City) (State) (Zip)

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	35,220 <sup>(1)</sup>	D	^

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Option (Right to Buy)	03/25/2006 <sup>(2)</sup>	03/24/2013	Common Stock	2,582	\$ 31.057	D	Â
Employee Stock Option (Right to Buy)	01/26/2005 <sup>(3)</sup>	01/25/2014	Common Stock	68,544	\$ 43.977	D	Â
Employee Stock Option (Right to Buy)	05/15/2005	02/21/2009	Common Stock	30,375	\$ 48.858	D	Â
Employee Stock Option (Right to Buy)	01/24/2006 <sup>(3)</sup>	01/23/2015	Common Stock	28,560	\$ 45.768	D	Â
Employee Stock Option (Right to Buy)	01/23/2007 <sup>(3)</sup>	01/22/2016	Common Stock	30,000	\$ 51.865	D	Â
Employee Stock Option (Right to Buy)	01/25/2008 <sup>(3)</sup>	01/25/2017	Common Stock	27,500	\$ 57.77	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Henry Daniel T 3 WORLD FINANCIAL CENTER 200 VESEY ST., AMERICAN EXPRESS TOWER NEW YORK, NY 10285	Â	Â	Â Acting Chief Financial Officer	Â

## Signatures

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

03/07/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 15,133 common stock equivalents granted pursuant to "Letter of Intent" awards which will be settled in common shares on the applicable vesting dates if all award requirements have been met.
- (2) 2,571 of these options will become exercisable on March 25, 2007 subject to award requirements including continuous employment with the Company; the balance became exercisable on March 25, 2006.
- (3) These options become exercisable in four equal annual installments (25% on the first, second, third, and fourth anniversary of grant date, respectively) subject to award requirements including continuous employment with the Company.

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.