

AMERICAN EXPRESS CO  
Form 4  
April 25, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 or Price		
Common Stock	04/23/2007		M		47,896 A \$ 30.892	181,792	D
Common Stock	04/23/2007		M		109,601 A \$ 43.601	291,393	D
Common Stock	04/23/2007		M		6,103 A \$ 44.717	297,496	D
Common Stock	04/23/2007		S		1,500 D \$ 61.08	295,996	D
Common Stock	04/23/2007		S		6,000 D \$ 61.09	289,996	D

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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 <sup>(1)</sup>	D	
Common Stock						991 <sup>(2)</sup>	I	By Isp Trust

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

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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 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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