

AMERICAN EXPRESS CO
Form 8-K
May 13, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 12, 2014

AMERICAN EXPRESS COMPANY
(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction
of incorporation or organization)

1-7657
(Commission File Number)

13-4922250
(IRS Employer Identification No.)

200 Vesey Street
New York, New York
(Address of principal executive offices)

10285
(Zip Code)

Registrant's telephone number, including area code: (212) 640-2000

Not Applicable
(Former name or
former address, if
changed since last
report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders

(a) The annual meeting of the shareholders of American Express Company (the “Company”) was held on May 12, 2014. A quorum was present at the meeting as required by the Company’s By-laws. The matters that were voted upon at the meeting, and the number of votes cast for or against, as well as the number of abstentions and broker non-votes, as to each such matter, where applicable, are set forth below.

Abstentions and broker non-votes were counted for purposes of determining whether a quorum was present but were not counted as votes cast on any matter. For matters 2-7, the percentages for and against each matter reflect all of the votes cast.

(b)

1. Election of Directors.

| | VOTES FOR | VOTES AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|---------------------|-------------|---------------|-------------|------------------|
| Charlene Barshefsky | 775,741,224 | 56,381,252 | 1,514,912 | 84,412,552 |
| Ursula M. Burns | 819,104,563 | 13,058,166 | 1,474,659 | 84,412,552 |
| Kenneth I. Chenault | 814,408,064 | 15,888,763 | 3,340,561 | 84,412,552 |
| Peter Chernin | 825,945,622 | 6,207,177 | 1,484,589 | 84,412,552 |
| Anne Lauvergeon | 825,938,319 | 5,451,836 | 2,247,233 | 84,412,552 |
| Theodore J. Leonsis | 827,369,095 | 4,769,014 | 1,499,279 | 84,412,552 |
| Richard C. Levin | 830,601,312 | 1,507,352 | 1,528,724 | 84,412,552 |
| Richard A. McGinn | 825,814,536 | 6,312,276 | 1,510,576 | 84,412,552 |
| Samuel J. Palmisano | 829,041,802 | 3,047,641 | 1,547,945 | 84,412,552 |
| Steven S Reinemund | 825,211,207 | 6,916,681 | 1,509,500 | 84,412,552 |
| Daniel L. Vasella | 822,936,531 | 9,165,949 | 1,534,908 | 84,412,552 |
| Robert D. Walter | 817,735,724 | 14,385,096 | 1,516,568 | 84,412,552 |
| Ronald A. Williams | 826,085,145 | 6,054,241 | 1,498,002 | 84,412,552 |

All 13 of the Company’s nominees for director received over a majority of votes cast.

2. Votes regarding ratification of appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for 2014 were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 912,437,617 | 99.55% | 4,118,148 | 0.45% | 1,494,175 | -0- |

3. Votes regarding an advisory (non-binding) vote approving executive compensation were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 804,110,968 | 97.66% | 19,277,478 | 2.34% | 10,248,942 | 84,412,552 |

4. Votes on a shareholder proposal relating to annual disclosure of EEO-1 data were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 194,952,631 | 25.11% | 581,420,640 | 74.89% | 57,264,117 | 84,412,552 |

5. Votes on a shareholder proposal relating to report on privacy, data security and government requests were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 165,710,627 | 21.28% | 612,863,251 | 78.72% | 55,063,510 | 84,412,552 |

6. Votes on a shareholder proposal relating to action by written consent were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 295,158,426 | 35.56% | 534,825,675 | 64.44% | 3,653,287 | 84,412,552 |

7. Votes on a shareholder proposal for executives to retain significant stock were as follows:

| VOTES FOR | % FOR | VOTES AGAINST | % AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|--------|---------------|-----------|-------------|------------------|
| 170,307,793 | 20.52% | 659,472,659 | 79.48% | 3,856,936 | 84,412,552 |

Item Other Events
8.01

On May 13, 2014, American Express Company issued a press release announcing an increase in the quarterly dividend on its common stock from \$0.23 per share to \$0.26 per share. Such press release is attached as Exhibit 99.1 and is incorporated by reference herein.

Item Financial Statements and Exhibits
9.01

(d) Exhibits

99.1 Press release of American Express Company, dated May 13, 2014, announcing an increase in the quarterly dividend on its common stock.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN EXPRESS COMPANY
(REGISTRANT)

By: /s/ Carol V. Schwartz
Name: Carol V. Schwartz
Title: Secretary

Date: May 13, 2014

EXHIBIT INDEX

Exhibit Description

- 99.1 Press release of American Express Company, dated May 13, 2014, announcing an increase in the quarterly dividend on its common stock.