

AMERICAN EXPRESS CO
Form 4
November 13, 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 *
Henry Daniel T

(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)

11/09/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
EVP, Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/09/2007 | | P | 103 A \$ 55.83 | 35,323 | D | |
| Common Stock | 11/09/2007 | | P | 1,986 A \$ 55.84 | 37,309 | D | |
| Common Stock | 11/09/2007 | | P | 2,824 A \$ 55.85 | 40,133 | D | |
| Common Stock | 11/09/2007 | | P | 4,201 A \$ 55.86 | 44,334 | D | |
| Common Stock | 11/09/2007 | | P | 1,780 A \$ 55.87 | 46,114 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|----------------------|---|--------------|
| Common Stock | 11/09/2007 | P | 1,000 | A | \$ 55.88 | 47,114 | D | |
| Common Stock | 11/09/2007 | P | 2,700 | A | \$ 55.89 | 49,814 | D | |
| Common Stock | 11/09/2007 | P | 1,100 | A | \$ 55.91 | 50,914 | D | |
| Common Stock | 11/09/2007 | P | 700 | A | \$ 55.92 | 51,614 | D | |
| Common Stock | 11/09/2007 | P | 100 | A | \$ 55.94 | 51,714 | D | |
| Common Stock | 11/09/2007 | P | 2,400 | A | \$ 55.95 | 54,114 | D | |
| Common Stock | 11/09/2007 | P | 700 | A | \$ 55.97 | 54,814 | D | |
| Common Stock | | | | | | 18.21 ⁽¹⁾ | I | 401(k) 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|

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

EVP, Chief Financial Officer

Signatures

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

11/13/2007

__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) Shares held in reporting person's account under the Company's Retirement 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. 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.