Edgar Filing: AMERICAN EXPRESS CO - Form 5

N EVDDEGG

AMERICAN EXPRESS CO Form 5									
February 14, 2008						OMB A	PPROVAL		
FORM 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						N OMB Number:	3235-0362		
Check this box if Washington, D.C. 20549						Expires:	January 31, 2005		
to Section 16. Form 4 or Form ANN 5 obligations may continue. See Instruction	rsuant to Section (a) of the Public U	CRSHIP OF 16(a) of the Utility Holdi	SECURI Securities	TIES Exchang ny Act of	e Act of 1934, 1935 or Secti		average Jrs per		
Form 4 Transactions Reported	30(h) of the I Person <u>*</u> 2. Issue:	nvestment (r Name and Ti			0 5. Relationship	of Reporting Per	rson(s) to		
PARENT LOUISE M	RICAN EXP		-	Issuer					
(Last) (First) (1 3 WORLD FINANCIAL	(Month/	 Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2007 				(Check all applicable) DirectorX_ Officer (give title Other (specify below) below)			
CENTER, 200 VESEY ST AMERICAN EXPRESS TO					EVP	, General Couns	sel		
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Reporting (check applicable line)				
NEW YORK, NY 10285					_X_ Form Filed b Form Filed by Person	y One Reporting F More than One F			
(City) (State)	(Zip) Tal	ble I - Non-De	rivative Sec	urities Acq	uired, 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)	3. Transaction Code (Instr. 8)		A) or f (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on a separate line securities beneficially owned direct Tab		contained the form d curities Acqui	vho respon in this forn lisplays a c ired, Dispose	d to the c m are not currently v ed of, or Be		pond unless rol number.	SEC 2270 (9-02)		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Underlying Securities	Deriva

Edgar Filing: AMERICAN EXPRESS CO - Form 5

Security (Instr. 3)	or Exercise Price of Derivative Security		any Code (Month/Day/Year) (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		(Instr. 3 and 4)		Securi (Instr.
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0 <u>(1)</u>	01/23/2007 <u>(2)</u>	Â	J <u>(2)</u>	38 Â	(<u>3)</u>	(3)	Common Stock	38	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PARENT LOUISE M 3 WORLD FINANCIAL CENTER 200 VESEY ST, AMERICAN EXPRESS TOWER NEW YORK, NY 10285	Â	Â	EVP, General Counsel	Â		

Signatures

/s/ Stephen P. Norman, attorney-in-fact 02/14/2008

<u>**</u>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 phantom stock converts into common stock on a one-for-one basis.
- (2) The reported phantom stock units were acquired under the Company's Supplemental Retirement Plan on 1/23/2007, 4/25/2007, and 7/25/2007, at prices of \$57.54, \$62.32, and \$61.73 per share, respectively.
- (3) The units are to be settled following the reporting person's retirement or other termination of service.
- (4) Includes phantom stock units acquired pursuant to a dividend reinvestment feature of the Company's Supplemental Retirement Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.