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AMERICAN Form 4	N EXPRESS CO									
January 30, 2	2013									
FORM			CECU						OMB AF	PROVAL
	UNITED	STATES		shington,			NGE C	OMMISSION	OMB Number:	3235-0287
Check this box if no longer CTATENTENT OF CU									Expires:	January 31, 2005
subject to Section 1 Form 4 c Form 5 obligatio may com See Instr	Section 1 Public U	SECUR 6(a) of th	TITIES e Securit ling Con	ies Ez 1pany	xchange Act of	NERSHIP OF e Act of 1934, 1935 or Sectior 0	Estimated a burden hou response	verage		
1(b).										
(Print or Type]	Responses)									
1. Name and A SCHICK T	Address of Reporting I HOMAS A	Person *	Symbol	r Name and ICAN EX			-	5. Relationship of Issuer	Reporting Pers	on(s) to
(Lost)	(First)	(liddle)				(Check all applicable)				
CENTER, 2	(First) (N FINANCIAL 200 VESEY ST, N EXPRESS TOV	,	3. Date of (Month/E 01/28/2	-	ansaction			Director X Officer (give below) EVP		Owner r (specify
	(Street)			endment, Da nth/Day/Year	-	l		6. Individual or Jo Applicable Line) _X_Form filed by O	ne Reporting Pe	rson
NEW YOR	K, NY 10285							Form filed by M Person	ore than One Re	porting
(City)	(State)	(Zip)	Tabl	le I - Non-E	Derivative :	Securi	ities Acq	uired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	ity (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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)	
Common Stock	01/28/2013			A <u>(1)</u>	3,035	А	\$ 59.07	32,780.537	D	
Common Stock	01/28/2013			F <u>(2)</u>	1,695	D	\$ 59.07	31,085.537	D	
Common Stock	01/28/2013			A <u>(1)</u>	26,246	А	\$ 59.07	57,331.537	D	
Common Stock	01/28/2013			F <u>(2)</u>	14,651	D	\$ 59.07	42,680.537	D	
Common Stock								1,118.54 <u>(3)</u>	I	By 401(k) Plan

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities	5		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable Date					
					(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Treforming of the Figure Frances	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/ Michael G. Kuchs						

/s/ Michael G. Kuchs, attorney-in-fact

**Signature of Reporting Person

01/30/2013

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).
- Shares acquired pursuant to the vesting of Restricted Stock Units (i.e., "performance units") granted to the reporting person on January (1)26, 2010.
- The reported disposition represents the surrender of shares to satisfy tax obligations arising from the vesting of Restricted Stock Units. (2)
- Shares held in reporting person's account under the Company's Retirement Savings Plan. This plan uses unit accounting, and the number (3) 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.