

AMERICAN EXPRESS CO

Form 4

August 03, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOUSE DAVID C

(Last) (First) (Middle)

AMERICAN EXPRESS TOWER, 3  
WORLD FINANCIAL CENTER

(Street)

NEW YORK, NY 10285-5003

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

AMERICAN EXPRESS CO [AXP]

3. Date of Earliest Transaction  
(Month/Day/Year)

08/01/2005

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 \_\_\_\_\_ Other (specify  
below) below)

Member, Global Leadership Team

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	08/01/2005		M		150,000	A	\$ 35.292	377,310	D	
Common Shares	08/01/2005		M		42,245	A	\$ 43.81	419,555	D	
Common Shares	08/01/2005		M		30,608	A	\$ 46.98	450,163	D	
Common Shares	08/01/2005		M		20,142	A	\$ 46.98	470,305	D	
Common Shares	08/01/2005		S		600	D	\$ 55.05	469,705	D	

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Common Shares	08/01/2005	S	2,300	D	\$ 55.04	467,405	D
Common Shares	08/01/2005	S	200	D	\$ 55.03	467,205	D
Common Shares	08/01/2005	S	2,200	D	\$ 55.02	465,005	D
Common Shares	08/01/2005	S	3,400	D	\$ 55.01	461,605	D
Common Shares	08/01/2005	S	46,100	D	\$ 55	415,505	D
Common Shares	08/01/2005	S	40,400	D	\$ 54.98	375,105	D
Common Shares	08/01/2005	S	27,000	D	\$ 54.97	348,105	D
Common Shares	08/01/2005	S	1,300	D	\$ 54.96	346,805	D
Common Shares	08/01/2005	S	39,500	D	\$ 54.95	307,305	D
Common Shares	08/01/2005	S	11,400	D	\$ 54.94	295,905	D
Common Shares	08/01/2005	S	16,500	D	\$ 54.93	279,405	D
Common Shares	08/01/2005	S	1,600	D	\$ 54.86	277,805	D
Common Shares	08/01/2005	S	600	D	\$ 54.85	277,205	D
Common Shares	08/01/2005	S	1,300	D	\$ 54.84	275,905	D
Common Shares	08/01/2005	S	10,000	D	\$ 54.82	265,905	D
Common Shares						6,952	I
Common Shares						1,110	I

By ISP  
Trust <sup>(1)</sup>

Custodian  
for minor  
children

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

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SEC 1474  
(9-02)

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**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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (right to buy)	\$ 35.292	08/01/2005		M		150,000		02/22/2001 <sup>(2)</sup>	02/22/2009	Common Shares	150,000
Employee Stock Option (right to buy)	\$ 46.98	08/01/2005		M		20,142		03/19/2004	02/23/2007	Common Shares	20,142
Employee Stock Option (right to buy)	\$ 43.81	08/01/2005		M		42,245		12/06/2003	02/25/2006	Common Shares	42,245
Employee Stock Option (right to buy)	\$ 46.98	08/01/2005		M		30,608		03/19/2004	02/25/2006	Common Shares	30,608

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOUSE DAVID C AMERICAN EXPRESS TOWER 3 WORLD FINANCIAL CENTER NEW YORK, NY 10285-5003			Member, Global Leadership Team	

## Signatures

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

08/03/2005

\*\*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 Incentive Savings Plan as of August 1, 2005. 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.
- (2) These options vested in three equal annual installments beginning on the date shown as "Date Exercisable."

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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