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AMERICAN EXPRESS CO Form 4 November 05, 2013 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PARENT LOUISE M Issuer Symbol AMERICAN EXPRESS CO [AXP] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_Officer (give title Other (specify **3 WORLD FINANCIAL** 11/04/2013 below) below) CENTER. 200 VESEY ST. EVP, General Counsel AMERICAN EXPRESS TOWER (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10285 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 7. Nature 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. TransactionDisposed of (D) Security (Month/Day/Year) Execution Date, if Securities Ownership of Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 11/04/2013 \$ 57.77 Μ 130,000 Α 215,472.1807 D Stock \$ Common 11/04/2013 S⁽¹⁾ 121,515 D 81.8318 93,957.1807 D Stock (2) Common \$81.891 11/04/2013 S⁽³⁾ 8,485 85,472.1807 D D (4) Stock By Common 84.57 (5) 401(k) Ι Stock Plan

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

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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. Transactio Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (Right to Buy)	\$ 57.77	11/04/2013		М		130,000	01/25/2008 <u>(6)</u>	01/24/2017	Common Stock	130

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
PARENT LOUISE M 3 WORLD FINANCIAL CENTER 200 VESEY ST, AMERICAN EXPRESS T NEW YORK, NY 10285	OWER		EVP, General Counsel					
Signatures								
/s/ Michael G. Kuchs, attorney-in-fact	11/05/2013							

<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).

The reported disposition represents the sale of shares to cover the cost of exercise and withholding tax obligations arising from the stock
 (1) option exercise reported above and the sale of 50% of the net shares acquired from this exercise; the reporting person will retain the balance of the net shares in accordance with the Company's retention guidelines for executive officers.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.76 to \$82.00. The reporting person undertakes to provide to American Express Company, any security holder of American Express

(2) To \$22.00. The reporting person undertakes to provide to American Express Company, any security holder of American Express
 (2) Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

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(3) The reported disposition represents the sale of shares acquired from restricted stock vestings and/or stock option exercises in prior years.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.88 to \$81.91. The reporting person undertakes to provide to American Express Company, any security holder of American Express

- (4) to \$61.91. The reporting person undertakes to provide to American Express Company, any security holder of American Express
 (4) Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.
- (5) 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.
- (6) These options became exercisable in four equal annual installments beginning on 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. 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.