

Glenn William H  
Form 3  
October 02, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Glenn William H		(Month/Day/Year)	AMERICAN EXPRESS CO [AXP]	
(Last)	(First)	(Middle)	09/22/2008	
200 VESEY STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NEW YORK,Â NYÂ 10285			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Executive Vice President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	25,269	D	Â
Common Stock	157 <sup>(1)</sup>	I	401(k) Plan

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	09/04/2005	09/03/2012	Common Stock	15,308	\$ 29.814	D	Â
Employee Stock Option (Right to Buy)	01/27/2007	01/26/2013	Common Stock	34,272	\$ 29.239	D	Â
Employee Stock Option (Right to Buy)	01/26/2005 <sup>(2)</sup>	01/25/2014	Common Stock	68,544	\$ 43.977	D	Â
Employee Stock Option (Right to Buy)	01/24/2006 <sup>(2)</sup>	01/23/2015	Common Stock	26,275	\$ 45.768	D	Â
Employee Stock Option (Right to Buy)	01/24/2006 <sup>(2)</sup>	01/23/2015	Common Stock	34,272	\$ 45.768	D	Â
Employee Stock Option (Right to Buy)	07/25/2006 <sup>(2)</sup>	07/24/2015	Common Stock	19,421	\$ 48.083	D	Â
Employee Stock Option (Right to Buy)	01/23/2007 <sup>(2)</sup>	01/22/2016	Common Stock	110,000	\$ 51.865	D	Â
Employee Stock Option (Right to Buy)	01/25/2010 <sup>(3)</sup>	01/24/2017	Common Stock	200,000	\$ 57.77	D	Â
Employee Stock Option (Right to Buy)	01/25/2008 <sup>(2)</sup>	01/24/2017	Common Stock	100,000	\$ 57.77	D	Â
Employee Stock Option (Right to Buy)	07/31/2008 <sup>(2)</sup>	07/30/2017	Common Stock	15,000	\$ 58.54	D	Â
Employee Stock Option (Right to Buy)	01/31/2009 <sup>(2)</sup>	01/30/2018	Common Stock	115,000	\$ 49.13	D	Â
Phantom Stock Units	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	138 <sup>(5)</sup>	\$ <sup>(6)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Glenn William H 200 VESEY STREET NEW YORK, NY 10285	Â	Â	Â Executive Vice President	Â

## Signatures

/s/ William H. Glenn by Stephen P. Norman,  
attorney-in-fact

09/30/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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.
  - (2) These shares become exercisable in four cumulative annual installments of 25% each beginning on date shown as "Date Exercisable."
  - (3) These shares become exercisable in three annual installments beginning on date shown as "Date Exercisable."
  - (4) The units are to be settled following the reporting person's retirement or other termination of service.
  - (5) The reported phantom stock units were acquired under the Company's Supplemental Retirement Plan.
  - (6) The phantom stock converts into common stock on a one-for-one basis.

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### Remarks:

ExhibitÂ List

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.