Edgar Filing: Glenn William H - Form 4

Check this box if no longer subject to Section 16. UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OME Num STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expin Estin burded							OMB Number: Expires: Estimated a burden hou response	rs per		
(Print or Type I	(kesponses)									
1. Name and A Glenn Willi	Symbol	uer Name and Ticker or Trading l RICAN EXPRESS CO [AXP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			ate of Earliest Transaction nth/Day/Year) 26/2012				Director 10% Owner X Officer (give title Other (specify below) below) Pres, Global Corp Payments			
NEW YOR	4. If Amendment, D Filed(Month/Day/Yea	-	d		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City)	(State) (Zip)	Table I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		ion Date, if Transacti Code	Transaction(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)			
G		Code V	Amount		Price	(Instr. 3 and 4)				
Common Stock	01/26/2012	A <u>(1)</u>	1,969	А	\$0	30,057	D			
Common Stock	01/26/2012	F <u>(2)</u>	908	D	\$ 49.98	29,149	D			
Common Stock						167 <u>(3)</u>	Ι	401(k) Plan		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

Edgar Filing: Glenn William H - Form 4

number.

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)	5. 6. Date Exercisable and nNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
Repo	rtina O	wners		Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

.

Reporting Owners

Reporting Owner Name / Address	ress						
1	Director	10% Owner	Officer	Other			
Glenn William H 200 VESEY STREET NEW YORK, NY 10285			Pres, Global Corp Payments				
Signatures							
/s/ Michael G. Kuchs, attorney-in-fact		01/30/20	12				

<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) Shares acquired pursuant to the vesting of Restricted Stock Units (i.e., "performance units") granted to the reporting person on January 26, 2010.
- (2) The reported disposition represents the surrender of shares to satisfy tax obligations arising from the vesting of Restricted Stock Units.
- (3) 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.

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.