

AMERICAN EXPRESS CO  
Form 8-K  
May 22, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 22, 2013**

**AMERICAN EXPRESS COMPANY**

**(Exact name of registrant as specified in its charter)**

<b>New York</b> <b>(State or other jurisdiction</b>	<b>1-7657</b> <b>(Commission File Number)</b>	<b>13-4922250</b> <b>(IRS Employer</b>
<b>of incorporation or organization)</b>		<b>Identification No.)</b>

<b>200 Vesey Street, World Financial Center</b> <b>New York, New York</b> <b>(Address of principal executive offices)</b>	<b>10285</b> <b>(Zip Code)</b>
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**Registrant's telephone number, including area code: (212) 640-2000**

**Not Applicable**  
**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

“Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

“Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

“Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 9.01 Financial Statements and Exhibits**

Exhibits are filed herewith in connection with the issuance by American Express Company (the “Company”), on May 22, 2013, of U.S.\$1,000,000,000 aggregate principal amount of the Company’s 1.550% Notes due May 22, 2018 and U.S.\$850,000,000 aggregate principal amount of the Company’s Floating Rate Notes due May 22, 2018 pursuant to a Prospectus Supplement dated May 15, 2013 to the Prospectus dated December 3, 2012, filed as part of the Company’s Registration Statement on Form S-3 (No. 333-185242).

(d) Exhibits

5 Opinion and Consent of Louise M. Parent, Esq.

23 Consent of Counsel (included in Exhibit 5)

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMERICAN EXPRESS COMPANY**

**(REGISTRANT)**

By: /s/ Carol V. Schwartz  
Name: Carol V. Schwartz  
Title: Secretary

Date: May 22, 2013



**EXHIBIT INDEX**

Exhibit Description

- 5 Opinion and Consent of Louise M. Parent, Esq.
- 23 Consent of Counsel (included in Exhibit 5)