

Edgar Filing: AMERICAN EXPRESS CO - Form 8-K

AMERICAN EXPRESS CO  
Form 8-K  
April 27, 2007

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): April 23, 2007

AMERICAN EXPRESS COMPANY  
(Exact name of registrant as specified in its charter)

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

200 Vesey Street, World Financial Center New York, New York	10285
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 640-2000

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(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))

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

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ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

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- (e) On April 23, 2007, the shareholders of American Express Company (the "Company") approved and adopted the Company's 2007 Incentive Compensation Plan (the "2007 Plan"). A summary of the terms and conditions of the 2007 Plan may be found on pages 17-23 of the Company's definitive proxy statement in connection with its Annual Meeting, which was filed with the Securities and Exchange Commission on March 15, 2007, and such summary is hereby incorporated by reference. A copy of the 2007 Plan is filed as Exhibit 10.1 to this report and is hereby incorporated by reference. A copy of the 2007 Incentive Compensation Plan Master Agreement pursuant to which certain types of awards that may be granted under the 2007 Plan will be issued is filed as Exhibit 10.2 to this report and is hereby incorporated by reference.

### Item 9.01 Financial Statements and Exhibits

(d) Exhibits

- 10.1 American Express Company 2007 Incentive Compensation Plan.
- 10.2 American Express Company 2007 Incentive Compensation Plan Master Agreement, dated April 23, 2007.

#### 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/ Stephen P. Norman  
Name: Stephen P. Norman  
Title: Secretary

Date: April 27, 2007

#### EXHIBIT INDEX

Exhibit No.	Description
10.1	American Express Company 2007 Incentive Compensation Plan.
10.2	American Express Company 2007 Incentive Compensation Plan Master Agreement, dated April 23, 2007.