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BARSHEFSKY CHARLENE

Form 4

April 29, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP () Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b). 1. Name and Address of Reporting Person Charlene Barshefsky

American Express Tower

3 World Financial Center

200 Vesey Street

NY, New York 10285-5003

- 2. Issuer Name and Ticker or Trading Symbol American Express Company (AXP)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Day/Year 4/28/2003
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

	Table I Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially	Owned
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1. Title of Security	Trans	- Exec-	Trans	or	urities A Disposed	-				.Amount of Securities	
	i	n ution Date	i ı	İ	mount		A/ D	Price		Beneficially Owned Follow Reported Tra	ving
Common Shares	I	I		I		1	I		16	768	ı

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of	2.Con-	13.	3A.	4.	5.Numbe	r of De	e 6.Date	Exer 7	.Title and A	mount	8.E
Derivative	version	Trans-	Deemed	Trans-	rivati	ve Seci	u cisable	and	of Underlyi	ng	of
Security	or Exer	action		action	rities	Acqui	Expirat	ion	Securities		vat
	cise		Execu-		red(A)	or Dis	s Date(Mo	nth/			Sec
	Price of	1	ution		posed	of(D)	Day/Yea	ar)			rit
	Deriva-		1				Date E	Expir			
	tive		1			2	A/ Exer- a	ation	Title and 1	Number	
	Secu-	(Month/	(Month			I	D cisa- D	ate	of Shares		
	rity	Day/	/Day/	Code V	Amoun	t	ble	1			
		Year)	Year)				1 1	1			

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Share Equiva	al 1-for-1	4/28/	2 4/28/	ΙA		1000	A	1		Common Sh	are 1000	
ent Units		1003	2003							s	1	
	1	1	1		1	1	I		1	1	1	

Explanation of Responses:

- 1. The reported share equivalent units were acquired pursuant to the Company's 2003 Share Equivalent Unit Plan for Directors and will be settled in cash following termination of service as a Director.
- 2. Includes share equivalent units acquired pursuant to a dividend reinvestment feature of the Directors' Deferred Compensation Plan and/or the 2003 Share Equivalent Unit Plan for Directors.

SIGNATURE OF REPORTING PERSON

Charlene Barshefsky Charlene Barshefsky