

AMERICAN EXPRESS CO
Form DEFA14A
March 16, 2009

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

SCHEDULE 14A

(Rule 14a-101)

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

☐ Preliminary Proxy Statement

☐ **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

☐ Definitive Proxy Statement

☒ Definitive Additional Materials

☐ Soliciting Material Pursuant to Section 240.14a-12

American Express Company

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ No fee required.
- ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

AMERICAN EXPRESS COMPANY

Important Notice Regarding the Availability of Proxy Materials

for the Shareholder Meeting to be Held on April 27, 2009

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The American Express Company Proxy Statement and 2008 Annual Report to Shareholders are available at www.proxyvote.com. If you want to receive a paper or e-mail copy of these documents you must request one. There is NO charge for requesting a copy. Please make your request for a copy as instructed below on or before April 13, 2009 to facilitate timely delivery.

This Notice also constitutes Notice of the 2009 Annual Meeting of Shareholders.

HOW TO VIEW MATERIALS VIA THE INTERNET

Have the 12 Digit Control Number available and visit:
www.proxyvote.com

HOW TO REQUEST A COPY OF MATERIALS

- 1) BY INTERNET - www.proxyvote.com
- 2) BY TELEPHONE - 1-800-579-1639
- 3) BY E-MAIL* - sendmaterial@proxyvote.com

*If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

See the Reverse Side for Meeting Information and Instructions on How to Vote

Meeting Information

Meeting Type: Annual
Meeting Date: 04/27/09

Meeting Time: 10:00 A.M., Eastern Time

For holders as of: 02/27/09
Matters to be

voted on: See Voting Items in this Notice

Meeting Location:

American Express Service Center
7701 Airport Center Drive
Greensboro, North Carolina 27409

Meeting Directions:

Directions to attend the 2009 Annual Meeting of Shareholders and vote in person can be found on the last page of the American Express Company Proxy Statement.

How To Vote

Vote In Person

All shareholders of record (or holders in street name who have obtained a valid proxy) may vote in person at the Meeting.

Vote By Internet

To vote **now** by Internet, go to

WWW.PROXYVOTE.COM. Use the Internet

to transmit your voting instructions and

for electronic delivery of information until 11:59 P.M. Eastern Time on April 22, 2009 (for shareholders in employee benefit plans), or on April 26, 2009 (for all other shareholders). Have this Notice in hand when you access the web site and follow the instructions.

Voting Items

The Board of Directors recommends a vote FOR all the nominees listed below, FOR Items 2 and 3, and AGAINST Items 4 and 5. If no voting instructions are given, the proxy will be voted as the Board of Directors recommends.

**1. To elect Directors
Nominees:**

**1a) D.F. AKERSON
1b) C. BARSHEFSKY
1c) U.M. BURNS
1d) K.I. CHENAULT
1e) P. CHERNIN
1f) J. LESCHLY
1g) R.C. LEVIN**

**1h) R.A. MCGINN
1i) E.D. MILLER
1j) S.S. REINEMUND
1k) R.D. WALTER
1l) R.A. WILLIAMS**

2. Ratification of appointment of

PricewaterhouseCoopers LLP as

our independent registered public

accounting firm for 2009.
3. Advisory (non-binding) vote approving

executive compensation.
4. Shareholder proposal relating to

cumulative voting for Directors.
5. Shareholder proposal relating to the

calling of special shareholder meetings.

