

April 29, 2003

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

- American Express Company (AXP)

5. If Amendment, Date of Original (Month/Day/Year)

- (specify below)

- () Form filed by More than One Reporting Person

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
----------------------	-----------------------------	----------------------------	-----------------------------	--	---------	-------	--

[illegible]

1.Title of Derivative Security	2.Con- version or Exer cise Price of Deriva- tive Secu- rity	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action Code V	5.Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6.Date Exer cisable and Expiration Date(Month/ Day/Year) Date Expir- ation Date	7.Title and Amount of Underlying Securities Title and Number of Shares	8.P of vat Sec rit
						A/ D cisa- ble		

Edgar Filing: BOWEN WILLIAM G - Form 4

Share Equivalent Units	1-for-1	4/28/2003	4/28/2003	A	1000	A	1	Common Shares	1000

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.

SIGNATURE OF REPORTING PERSON

William G. Bowen

William G. Bowen