Edgar Filing: AMERICAN EXPRESS CO - Form FWP

AMERICAN EXPRESS CO Form FWP July 27, 2017

> Issuer Free Writing Prospectus Filed pursuant to Rule 433 Registration No. 333-207239

### AMERICAN EXPRESS COMPANY

### \$1,850,000,000

### 2.500% NOTES DUE AUGUST 1, 2022

Terms and Conditions

Issuer: American Express Company

Expected Ratings(1): A3/BBB+/A (Stable/Stable/Negative) (Moody s/S&P/Fitch)

Ranking: Senior unsecured

**Trade Date:** July 27, 2017

**Settlement Date:** August 1, 2017 (T+3 days)

Maturity Date: August 1, 2022

**Par Amount:** \$1,850,000,000

**Benchmark Treasury:** 1.750% due June 30, 2022

**Benchmark Treasury Price and Yield:** 99-19; 1.837%

**Re-offer Spread to Benchmark:** +68 bps

**Re-offer Yield:** 2.517%

**Coupon:** 2.500%

**Public Offering Price:** 99.921%

**Underwriters Commission:** 0.350%

**Net Proceeds to American Express:** \$1,842,063,500 (before expenses)

Interest Payment Dates: The 1st of each February and August, beginning

February 1, 2018

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**Day Count:** 30 / 360

**Redemption:** American Express Company may redeem the notes, in whole or in part, on or after

the date that is 31 days prior to the Maturity Date at a redemption price equal to the principal amount of the notes being redeemed, together with any accrued and

unpaid interest thereon to

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the date fixed for redemption. The notes may be redeemed prior to the date that is 31 days prior to the maturity date if certain events occur involving United States

taxation

**Listing:** The notes will not be listed on any exchange

Minimum Denominations/Multiples: Minimum denominations of \$2,000 and integral multiples of \$1,000 in excess

thereof

**CUSIP:** 025816BM0

ISIN: US025816BM04

Joint Book-Running Managers: Barclays Capital Inc.

Citigroup Global Markets Inc. HSBC Securities (USA) Inc.

Merrill Lynch, Pierce, Fenner & Smith Incorporated

Co-Managers: BMO Capital Markets Corp.

Lloyds Securities Inc.

MUFG Securities Americas Inc.

RBS Securities Inc. TD Securities (USA) LLC

**Junior Co-Managers:** The Williams Capital Group, L.P.

Westpac Banking Corporation

<sup>(1)</sup> An explanation of the significance of ratings may be obtained from the rating agencies. Generally, rating agencies base their ratings on such material and information, and such of their own investigations, studies and assumptions, as they deem appropriate. The rating of the notes should be evaluated independently from similar ratings of other securities. A credit rating of a security is not a recommendation to buy, sell or hold securities and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agency.

The issuer has filed a registration statement (including a base prospectus dated October 2, 2015) and a preliminary prospectus supplement, dated July 27, 2017, with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. at 1-888-603-5847, Citigroup Global Markets Inc. at 1-800-831-9146 or by email at prospectus@citi.com, HSBC Securities (USA) Inc. at 1-866-811-8049, or Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322 or by email dg.prospectus\_requests@baml.com.