

AMERICAN EXPRESS CO
Form 8-K
October 30, 2017

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): **October 30, 2017**

AMERICAN EXPRESS COMPANY

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction
of incorporation or organization)

1-7657
(Commission File Number)

13-4922250
(IRS Employer
Identification No.)

200 Vesey Street
New York, New York
(Address of principal executive offices)

10285
(Zip Code)

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

Not Applicable

(Former name or former address, if changed since last report)

Edgar Filing: AMERICAN EXPRESS CO - Form 8-K

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 8.01

Other Events

On October 30, 2017, American Express Company (the "Company") issued \$1,500,000,000 aggregate principal amount of 2.200% Notes due October 30, 2020 (the "2020 Fixed Rate Notes"), \$500,000,000 aggregate principal amount of Floating Rate Notes due October 30, 2020 (the "Floating Rate Notes") and \$1,650,000,000 aggregate principal amount of 3.000% Notes due October 30, 2024 (the "2024 Fixed Rate Notes" and, together with the 2020 Fixed Rate Notes and the Floating Rate Notes, the "Securities") pursuant to a Prospectus Supplement dated October 23, 2017 to the Prospectus dated October 2, 2015, filed as part of the Company's Registration Statement on Form S-3 (No. 333-207239). The Securities were issued pursuant to the Senior Debt Indenture, dated as of August 1, 2007, between the Company and The Bank of New York Mellon, as trustee.

The preceding is a summary of the terms of the Securities and is qualified in its entirety by reference to the Forms of Global Notes attached as Exhibit 4.1, Exhibit 4.2 and Exhibit 4.3, and each is incorporated herein by reference as though it were fully set forth herein.

Item 9.01

Financial Statements and Exhibits

(d) Exhibits

4.1 Form of Global Note for the 2020 Fixed Rate Notes.

4.2 Form of Global Note for the Floating Rate Notes.

4.3 Form of Global Note for the 2024 Fixed Rate Notes.

5 Opinion and Consent of David S. Carroll, Esq.

23 Consent of Counsel (included in Exhibit 5).

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/ Tangela S. Richter
Name: Tangela S. Richter
Title: Corporate Secretary

Date: October 30, 2017