



AMERICAN EXPRESS COMPANY
ANNUAL MEETING OF SHAREHOLDERS

MAY 5, 2020

9 a.m. ET

AGENDA

ITEM

PRESENTER

- | | |
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| 1. Opening Remarks | Stephen J. Squeri |
| 2. Rules of the Meeting | Tangela S. Richter |
| 3. Official Business of the Meeting | Stephen J. Squeri |
| 1. Election of director nominees for a term of one year | |
| 2. Ratification of appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for 2020 | |
| 3. Approval, on an advisory basis, of the Company's executive compensation | |
| 4. Approval of the Company's Amended and Restated Incentive Compensation Plan | |
| 5. Shareholder proposal relating to action by written consent | |
| 6. Shareholder proposal relating to gender/racial pay equity | |
| 7. Such other business that may properly come before the meeting | |
| 4. Voting and Closing of the Polls | Stephen J. Squeri |
| 5. Preliminary Voting Results | Tangela S. Richter |
| 6. Adjournment of Official Business of the Meeting | Stephen J. Squeri |
| 7. Chairman's Report | Stephen J. Squeri |
| 8. General Q&A Session | Stephen J. Squeri |



RULES OF CONDUCT AND PROCEDURES

Welcome to the 2020 Annual Meeting of Shareholders (Annual Meeting) of the American Express Company (Company). To ensure that we have an orderly meeting and to be fair to all shareholders in attendance, we require that you honor the following Rules of Conduct and Procedures:

1. Our Company's By-laws describe requirements for meetings of our shareholders and the Chairman of the Annual Meeting will conduct the meeting consistent with those requirements.
2. Under our By-laws, we must have received notice of a shareholder's intention to introduce a nomination or proposed item of business for this meeting no earlier than January 8, 2020, and no later than February 7, 2020. Failure to have timely submitted a proposal will cause it to be out of order and it will not be considered at the meeting.
3. As this is a meeting of shareholders, only shareholders or their proxies may vote or ask questions, and you must have held stock as of the close of business on the record date of March 9, 2020. To vote or submit questions, please login as a shareholder by entering the 16-digit control number you received with your proxy materials. If you have voted your shares prior to the start of the Annual Meeting, your vote has been received by the Inspector of Elections, and there is no need to vote those shares during the Annual Meeting, unless you wish to revoke or change your vote.
4. We will strictly follow the agenda as we conduct the meeting.
5. If a shareholder has a question about one of the matters in the agenda to be voted on by shareholders, the question may be submitted in the field provided in our meeting portal at or before the time the matter is presented for consideration. We will answer questions on any matters in the agenda to be voted on by the shareholders before the voting is closed.
6. Following the Chairman's Report, the Company will address appropriate general questions from shareholders regarding the Company. Questions may be submitted in the field provided in our meeting portal.
7. To allow us to answer questions from as many shareholders as possible, we will limit each shareholder to 2 questions. It will help us if the questions are succinct and cover only one topic per question. Questions from multiple shareholders on the same topic, or that are otherwise related, may be grouped, summarized and answered together.
8. The Company does not intend to address any questions that are, among other things:
 - irrelevant to the business of the Company or to the business of the Annual Meeting;
 - related to material non-public information of the Company;
 - related to personal grievances;
 - derogatory references to individuals or that are otherwise in bad taste;
 - repetitious statements already made by another shareholder; or



- out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chairman or Corporate Secretary in their reasonable judgment.
9. If there are any matters of individual concern to a shareholder and not of general concern to all shareholders, or if a question posed was not otherwise answered, such matters may be raised separately after the Annual Meeting by contacting the Corporate Secretary's Office at the Company's headquarters address.
 10. Recording of the Annual Meeting is prohibited. A webcast replay will be available on our Investor Relations website at: www.ir.americanexpress.com 24 hours after the completion of the meeting.

Thank you for your cooperation and for joining the Annual Meeting.