

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of American Express Company to Withdraw its Common Stock, \$.20 par value, from Listing and Registration on the Chicago Stock Exchange, Inc. File No. 1-07657

October 17, 2005

On August 24, 2005, American Express Company, a New York corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$.20 par value ("Security"), from listing and registration on the Chicago Stock Exchange, Inc. ("CHX"). Notice of such application requesting comments was published in the Federal Register on September 28, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

The Board of Directors ("the Board") of the Issuer approved a resolution on July 25, 2005 to withdraw the Security from listing on CHX. The Issuer stated that the following reason factored into the Board's decision to withdraw the Security from CHX: the staff time and costs associated with maintaining a listing on regional exchanges has outweighed the benefits. The Issuer stated in its application that the Security is listed on the New York Stock Exchange, Inc. ("NYSE").

The Issuer stated in its application that it has complied with applicable rules of CHX by complying with all applicable laws in the State of New York, the state in which the Issuer is incorporated, and by providing CHX with the required documents governing the withdrawal of

¹ 15 U.S.C. 78l(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52484 (September 21, 2005), 70 FR 56748.

securities from listing and registration on CHX. The Issuer's application relates solely to the withdrawal of the Security from listing on CHX and shall not affect its continued listing on NYSE or the Boston Stock Exchange, Inc. ("BSE"),⁴ or its obligation to be registered under Section 12(b) of the Act.⁵

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on October 18, 2005

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁶

Jonathan G. Katz
Secretary

⁴ On September 28, 2005, the Commission published the Issuer's application to withdraw the Security from listing and registration on BSE. No comments were received on such application. The Commission is granting such application to withdraw the Security from BSE by separate order as discussed therein. See Securities Exchange Act Release No. 52486 (September 21, 2005) 70 FR 56749.

⁵ 15 U.S.C. 781(b).

⁶ 17 CFR 200.30-3(a)(1).