American Express Company

Basel III Standardized Approach Pillar 3 Disclosures

For the Quarterly Period Ended September 30, 2015

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Introduction

Business Overview

American Express Company ("American Express" or the "Company") is a global services company that provides customers with access to products, insights and experiences that enrich lives and build business success. The Company's principal products and services are charge and credit payment card products and travel-related services offered to consumers and businesses around the world.

American Express was founded in 1850 as a joint stock association and incorporated in 1965 as a New York corporation. The Company and the Company's principal operating subsidiary, American Express Travel Related Services Company, Inc. ("TRS"), are bank holding companies ("BHC") under the Bank Holding Company Act of 1956, as amended, subject to supervision and examination by the Board of Governors of the Federal Reserve System (the "Federal Reserve").

The Company's range of products and services includes charge and credit card products; expense management products and services; travel-related services; stored value/prepaid products; network services; merchant acquisition and processing, servicing and settlement, and point-of-sale, marketing and information products and services for merchants; and fee services, including fraud prevention services and the design of customized customer loyalty and rewards programs.

The Company's various products and services are sold globally to diverse customer groups, including consumers, small businesses, mid-sized companies and large corporations. These products and services are sold through various channels, including direct mail, online applications, targeted direct and third-party sales forces and direct response advertising.

Regulatory Capital Standards and Disclosures

Since the late 1980s, the federal banking regulators' capital adequacy rules have been based on accords agreed to by the Basel Committee on Banking Supervision (the "Basel Committee"). These frameworks include general risk-based capital rules applicable to all banking organizations based on the 1988 Capital Accord, known as Basel I, and risk-based capital rules applicable to banking organizations having $250 billion or more in total consolidated assets or $10 billion or more in foreign exposures, known as Advanced Approaches institutions, based on the advanced internal ratings-based approach for credit risk and the advanced measurement approach for operational risk in the Revised Framework for the International Convergence of Capital Measurement and Capital Standards issued by the Basel Committee in June 2006, known as Basel II.

In July 2013, US federal banking regulators adopted a final rule substantially revising the general risk-based capital rules previously applicable to banking organizations (Basel I), to make them more risk sensitive while implementing the final framework for strengthening international capital and liquidity regulation, known as Basel III (the "Final Rule"), released by the Basel Committee in December 2010. The Final Rule became effective for all banking organizations as of January 1, 2015 and is currently being phased-in, subject to transition provisions for certain adjustments to the components of capital. The Final Rule also introduced the Standardized Approach, a revised measurement of risk-weighted assets effective January 1, 2015, which replaces the Basel I calculation of risk-weighted assets.

As an Advanced Approaches institution, American Express is required to comply with the Final Rule, which, among other things, revised capital definitions and minimum capital ratio requirements beginning in 2014. The Company began reporting its Basel III Standardized Approach capital adequacy standards and new regulatory public disclosures ("Pillar 3") as of March 31, 2015. The Company also reports its capital adequacy standards on a parallel basis to regulators under Basel III requirements for an Advanced Approaches institution. The parallel reporting period will continue until the Company receives regulatory approval to exit and subsequently begins publicly reporting its regulatory risk-based capital ratios under both the Basel III Standardized and Advanced Approaches and Pillar 3 disclosures under the Basel III Advanced Approaches. Refer to the "Pillar 3 Reports and Additional Information" section for information on how to find the Company's SEC and regulatory public disclosures.

Pillar 3 Reports and Additional Information

This report contains the required Pillar 3 disclosures as of September 30, 2015, in accordance with the Basel III Standardized Approach guidelines of the Final Rule. The disclosures in this report are based on the Company's current understanding of the Final Rule and other factors, which may be subject to change as the Company receives additional clarification and implementation guidance from regulators relating to the Final Rule, and as the interpretation of the Final Rule evolves over time. This report is prepared in accordance with the Pillar 3 disclosure policy approved by the Risk Committee of the Company's Board of Directors. The disclosure policy addresses internal controls as well as disclosure controls and procedures associated with the preparation of this report. Certain key terms are also defined in the "Glossary of Selected Terminology".

Pillar 3 disclosures should be read in conjunction with the American Express Company 2014 Annual Report to Shareholders (the "2014 Annual Report") included as part of the Company's Annual Report on Form 10-K for the year ended December 31, 2014, the Quarterly Report on Form 10-Q for the quarter ended September 30, 2015 ("Third Quarter 2015 Form 10-Q") and the Consolidated Financial Statements for Holding Companies – FR Y-9C for the quarter ended September 30, 2015 (the "FR Y-9C"). Some measures of exposures and other amounts disclosed in this report may not be directly comparable to other public disclosures reported by the Company and may not be comparable to similar measures used by other companies. American Express files annual, quarterly and current reports as well as other information with the SEC and the Federal Reserve. SEC filings are made available to the public from the SEC's website at www.sec.gov and regulatory filings are made available from the Federal Reserve's website at http://www.ffiec.gov/nicpubweb/nicweb/NicHome.aspx.

Pillar 3 disclosures are made available on the Company's Investor Relations website at http://ir.americanexpress.com. To access these materials, click on the "Pillar 3 Disclosures" link under the caption "Financial Information" on the Investor Relations homepage. The Company's Investor Relations website is also accessible through the main website at www.americanexpress.com by clicking on the "Investor Relations" link, which is located at the bottom of the Company's homepage.

Scope of Application

The Final Rule requires Pillar 3 disclosures for top-tier banking organizations domiciled in the United States with $50 billion or more in total consolidated assets. As a result, this report has been prepared using the consolidated financial statements of the Company's top-tier BHC ("American Express Parent") only and separate Pillar 3 disclosures are not required for the second-tier BHC (TRS) or the Company's Advanced Approaches banking subsidiaries, American Express Centurion Bank ("AECB") and American Express Bank, FSB ("FSB").

Basis of Consolidation

The basis of consolidation used for regulatory reporting purposes is the same as that used under the accounting principles generally accepted in the United States of America ("GAAP"). For additional information on the Company's principles of consolidation see the "Principles of Consolidation" section of the 2014 Annual Report.

Capital Surplus of Insurance Underwriting Subsidiaries

The Company's insurance underwriting subsidiaries maintain minimum capital levels as prescribed by their regulators. The Final Rule requires that the prescribed minimum regulatory capital requirements of these insurance underwriting subsidiaries to be aggregated and deducted from the Company's Total capital (50% of the minimum is deducted from Tier 1 capital and the remaining 50% is deducted from Tier 2 capital). The table presented in the "Components of Regulatory Capital" section provides additional information on the amount of minimum regulatory capital for insurance underwriting subsidiaries deducted from Tier 1 and Tier 2 capital as of September 30, 2015. The aggregate amount of capital in excess of minimum capital requirements related to the Company's insurance underwriting subsidiaries included in Total capital as of September 30, 2015 was $301 million.

Restrictions on the Transfer of Funds or Regulatory Capital

Certain of the Company's subsidiaries are subject to regulatory restrictions on the transfer of net assets. Procedures exist to transfer net assets between the Company and its subsidiaries, while ensuring compliance with the various contractual and regulatory constraints. For additional information on restricted net assets of subsidiaries, refer to Note 23 "Regulatory Matters and Capital Adequacy" section of the 2014 Annual Report.

Subsidiary Minimum Capital Requirements

As of September 30, 2015, the Company did not have subsidiaries whose regulatory capital was less than the minimum required regulatory capital amount.

Capital Structure and Capital Adequacy

For calendar year 2014, American Express reported its regulatory risk-based capital ratios using Basel III capital definitions, inclusive of transition provisions, and Basel I risk-weighted assets. Beginning March 31, 2015, the Company has reported its regulatory risk-based capital ratios using the Basel III capital definitions, inclusive of transitional provisions, and risk-weighted assets using the Basel III Standardized Approaches. The Basel III transitional provisions will be fully phased-in by January 1, 2019.

The Company also reports its capital adequacy standards on a parallel basis to regulators under Basel III requirements for an Advanced Approaches institution. The parallel period will continue until the Company receives regulatory approval to exit parallel reporting and subsequently begins measuring its capital adequacy using both the Standardized and Advanced Approaches. In conjunction with its exit from parallel run, the Company's capital adequacy will be assessed using the lower of the regulatory risk-based capital ratios based on the Basel III Standardized or Advanced Approaches.

Regulatory Risk-Based Capital Ratios

Definitions of the Company's regulatory risk-based capital ratios, which are calculated in accordance with the Final Rule, are presented below. For additional information on regulatory risk-based capital ratios, refer to the "Consolidated Capital Resources and Liquidity Section" of the 2014 Annual Report and Third Quarter 2015 Form 10-Q.

Risk-Weighted Assets — Assets are weighted for risk according to a formula prescribed by the Federal Reserve to conform to capital adequacy guidelines. On- and off-balance sheet items are weighted for risk, with off-balance sheet items converted to balance sheet equivalents, using risk conversion factors, before being allocated a risk-adjusted weight. For additional information on the Company's risk-weighted assets refer to the "Risk-Weighted Assets" section of this report.

Common Equity Tier 1 Regulatory Risk-Based Capital Ratio — The Common Equity Tier 1 regulatory risk-based capital ratio is calculated as Common Equity Tier 1 ("CET 1") capital, divided by risk-weighted assets. CET1 is the sum of common shareholders' equity, adjusted for ineligible goodwill and intangible assets, certain deferred tax assets, as well as certain other comprehensive income items as follows: net unrealized gains/losses on securities and derivatives, and net unrealized pension and other postretirement benefit losses, all net of tax and subject to transition provision.

Tier 1 Regulatory Risk-Based Capital Ratio — The Tier 1 regulatory risk-based capital ratio is calculated as Tier 1 capital divided by risk-weighted assets. Tier 1 capital is predominantly comprised of CET 1 capital, perpetual preferred stock and third-party non-controlling interests in consolidated subsidiaries.

Total Regulatory Risk-Based Capital Ratio — The Total regulatory risk-based capital ratio is calculated as the sum of Tier 1 capital and Tier 2 capital, divided by risk-weighted assets. Tier 2 capital includes the allowance for receivable and loan losses (limited to 1.25 percent of risk-weighted assets), a portion of the unrealized gains on equity securities, and certain long-term subordinated debt qualifying as Tier 2 capital.

For additional information on the Company's regulatory capital refer to the "Components of Regulatory Capital" section of this report.

The following table presents transitional Basel III Standardized Approach regulatory risk-based capital ratios for American Express, AECB and FSB as of September 30, 2015. Additional information on fully-phased in capital ratios are included in the "Consolidated Capital Resources and Liquidity" section of the Third Quarter 2015 Form 10-Q. The Final Rule establishes new capital adequacy minimums and buffer requirements, which will be fully phased-in by January 1, 2019.

	Basel III Standards 2015 [(a)]	**Ratios as of September 30, 2015**
Common Equity Tier 1	4.5%	
American Express Company		13.2%
American Express Centurion Bank		18.7
American Express Bank, FSB		14.1
Tier 1	6.0	
American Express Company		14.3
American Express Centurion Bank		18.7
American Express Bank, FSB		14.1
Total	8.0%	
American Express Company		16.2
American Express Centurion Bank		20.0
American Express Bank, FSB		15.9%

(a) Transitional Basel III minimum and conservation buffer as defined by the Federal Reserve for calendar year 2015 for Advanced Approaches institutions.

Components of Regulatory Capital

American Express maintains a range of capital instruments to meet its regulatory capital requirements and to maintain a strong capital base. These capital instruments include common stock, non-cumulative perpetual preferred stock and subordinated debt. For additional information on the Company's capital strategy refer to the "Capital Strategy" section of this report and the "Consolidated Capital Resources and Liquidity" sections of the 2014 Annual Report and Third Quarter 2015 Form 10-Q.

Common Stock

The Company's common stock is listed on The New York Stock Exchange under the trading symbol AXP. As of September 30, 2015, common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan shares amounted to $12,100 million. Under the Final Rule, the Company's common stock qualifies as CET 1 capital. For additional information on the Company's common shares refer to Note 17 "Common and Preferred Shares" of the 2014 Annual Report.

Preferred Stock

On November 10, 2014, the Company issued $750 million of non-cumulative perpetual preferred shares (the "Series B Preferred Shares"). The Series B Preferred Shares have an initial fixed dividend coupon of 5.20 percent, and a floating dividend coupon at three-month LIBOR plus 3.428 percent. On March 2, 2015, the Company issued an additional $850 million of non-cumulative perpetual preferred shares (the "Series C Preferred Shares"). The Series C Preferred Shares have an initial dividend fixed coupon of 4.90 percent, and a floating dividend coupon at an annual rate equal to three-month LIBOR plus 3.285 percent. Based upon the Company's understanding of the Final Rule, the Company's Series B and Series C Preferred Shares qualify as additional Tier 1 capital. For additional information on the Company's preferred shares refer to Note 17 "Common and Preferred Shares" of the 2014 Annual Report and Note 15 "Earnings per Common Share (EPS); Preferred Shares" of the Third Quarter 2015 Form 10-Q.

Subordinated Debt

As of September 30, 2015, the Company had $750 million principal outstanding of Subordinated Debentures that accrue interest at an annual rate of 6.8 percent until September 1, 2016, and at an annual rate of three-month LIBOR plus 2.23 percent thereafter. At the Company's option, the Subordinated Debentures are redeemable for cash after September 1, 2016 at 100 percent of the principal amount plus any accrued but unpaid interest. The $750 million Subordinated Debentures do not meet the requirements of Tier 2 capital under the Final Rule, and are being phased out of regulatory capital beginning in 2014. The total amount permitted to be included in Tier 2 capital for the quarterly period ended September 30, 2015 was $187 million.

The Company also had $600 million of Subordinated Notes outstanding as of September 30, 2015 with a coupon of 3.625 percent and a maturity date of December 5, 2024. Based upon the Company's understanding of the Final Rule, these Subordinated Notes qualify as Tier 2 capital. The total amount of subordinated debentures and notes included in Tier 2 capital as of September 30, 2015 was $787 million.

The following table presents a reconciliation of total common shareholders' equity (included in Total shareholders' equity in the Company's Consolidated Balance Sheet) to regulatory Total capital as of September 30, 2015. Regulatory capital figures presented below are inclusive of Basel III Standardized Approach transition provisions.

(Millions)	**September 30, 2015**
Common stock and related surplus	$ 12,100
Retained earnings	10,014
Accumulated other comprehensive income (AOCI)	(2,374)
Total common shareholders' equity	**19,740**
AOCI adjustment [(a)]	246
Less:	
Goodwill net of associated deferred tax liabilities (DTLs)	2,487
Intangible assets, net of associated DTLs	326
Ineligible deferred tax assets (DTAs)	40
CET 1 capital	**17,133**
Additional Tier 1 capital before deductions [(b)]	1,590
Less: Tier 1 deductions [(c)]	70
Tier 1 capital	**18,653**
Tier 2 capital before deductions [(d)]	2,410
Less: Tier 2 deductions [(e)]	11
Tier 2 capital	**2,399**
Total capital	**$ 21,052**

(a) The AOCI adjustment reflects the transitional treatment over the phase-out period. Amount before applying transition provision (60% transition AOCI adjustment amount to be applied to CET 1 Capital for 2015) is composed of $68 million of net unrealized gains on available-for-sale securities and $480 million unrealized losses of defined benefit postretirement plans recorded in AOCI.

(b) Amount is composed of $1,584 million of Preferred Stock including related surplus, net of issuance costs and $6 million in minority interests of majority owned consolidated subsidiaries.

(c) Amount is composed of $59 million in DTAs that arise from net operating losses not deducted from Tier 1 capital and $11 million capital deduction for 50% of the minimum regulatory capital of insurance underwriting subsidiaries.

(d) Amount is composed of $1,623 million allowance for loan and lease losses includible in Tier 2 capital, $600 million of Subordinated Notes that qualify as Tier 2 capital, and $187 million of Subordinated Debentures that are subject to phase out from Tier 2 capital under the Basel III transition provisions.

(e) Represents capital deduction for 50% of the minimum regulatory capital of insurance underwriting subsidiaries.

Risk-Weighted Assets

The Company's assets and some of its specified off-balance sheet commitments and obligations are assigned to various risk categories for purposes of calculating the required regulatory risk-based capital ratios. The Final Rule amends and replaces the prior risk-weighting categories used to calculate Basel I risk-weighted assets with a broader array of risk weighting categories that are intended to be more risk sensitive and may result in higher risk weights. The following table presents the Basel III Standardized Approach risk-weighted assets by exposure type, as prescribed by the Final Rule and relevant to the Company, as of September 30, 2015.

(Millions)	**September 30, 2015**
Consumer and small business loans and receivables [(a)]	$ 96,528
Corporate exposures [(b)]	16,012
Equity exposures [(c)]	2,396
Exposures to depository institutions, foreign banks, and credit unions	1,537
Exposures to public sector entities [(d)]	1,396
Loans and receivables greater than 90 days past due [(e)]	513
Exposures to sovereign entities	204
Other [(f)]	11,574
Total risk-weighted assets	**$ 130,160**

(a) Composed of loans and receivables due from individual and OPEN Card Members.

(b) Primarily composed of Card Member loans and receivables from the Company's Global Corporate Payments Card Members.

(c) Refer to the "Equities Not Subject to the Market Risk Rule" section for details on the composition of the Company's equity exposures.

(d) Primarily composed of investments in municipal and state bonds, Community Reinvestment Act ("CRA") investments and loans to Global Corporate Payments Card Members.

(e) Primarily composed of Card Member loans and receivables from individuals and OPEN Card Members that are greater than 90 days past due.

(f) Primarily composed of premises and equipment, other receivables, DTAs and prepaid assets.

Capital Management

The Company is required to comply with the applicable capital adequacy rules established by federal banking regulators. These rules are intended to ensure that bank holding companies and banks (collectively, "banking organizations") have adequate capital given the level of assets and off-balance sheet obligations, and to minimize disincentives for holding liquid assets.

Capital Strategy

The Company's objective is to retain sufficient levels of capital generated through earnings and other sources to maintain a solid equity capital base and to provide flexibility to support future business growth. American Express believes capital allocated to growing businesses with a return on risk-adjusted equity in excess of the Company's costs will generate shareholder value.

The level and composition of the Company's consolidated capital position are determined through the internal capital adequacy assessment process, which reflects the Company's business activities, as well as marketplace conditions and requirements or expectations of credit rating agencies, regulators and shareholders, among others. The Company's consolidated capital position is also influenced by subsidiary capital requirements. As a bank holding company, American Express is also subject to regulatory requirements administered by the U.S. federal banking agencies. The Federal Reserve has established specific capital adequacy guidelines for bank holding companies that involve quantitative measures of assets, liabilities and certain off-balance sheet items.

The Company seeks to maintain capital levels and ratios in excess of the minimum regulatory requirements and finance such capital in a cost efficient manner; failure to maintain minimum capital levels could affect the Company's status as a financial holding company and cause the respective regulatory agencies to take actions that could limit the Company's business operations.

The Company's primary source of equity capital has been the generation of net income. Historically, capital generated through net income and other sources, such as the exercise of stock options by employees, has exceeded the annual growth in the Company's capital requirements. To the extent capital has exceeded business, regulatory and rating agency requirements, American Express has historically returned such excess capital to common shareholders through the regular common share dividend and share repurchase program.

Stress Testing

As part of its implementation of the enhanced prudential requirements of Dodd-Frank, the Federal Reserve issued rules relating to supervisory and company-run analyses of certain large bank holding companies to evaluate whether the companies have sufficient capital, on a total consolidated basis, necessary to absorb losses and support operations under adverse economic conditions (so-called "stress tests"). The Federal Reserve applies its stress test and capital planning requirements on a consolidated basis to bank holding companies with at least $50 billion in total consolidated assets, which includes the Company.

- *Supervisory Stress Testing:* The Federal Reserve conducts annual stress tests of bank holding companies. Under this rule, the stress tests use a minimum of three economic and financial scenarios generated by the Federal Reserve (baseline, adverse and severely adverse), and are based on methodologies and data that the Federal Reserve makes available to companies each year. A summary of results of individual stress tests are made public by the Federal Reserve on a company-specific basis.
- *Company Stress Testing:* Bank holding companies are also required to conduct a similar stress test on a semiannual basis. A summary of the results of each of these tests are made available to the public on the Company's Investor Relations website.

Capital Planning

Bank holding companies with $50 billion or more in total consolidated assets, including the Company, are required to develop and maintain a capital plan, and to submit the capital plan to the Federal Reserve for review under its Comprehensive Capital Analysis and Review ("CCAR") process. The capital plan must cover a "planning horizon" of at least nine quarters (beginning with the quarter preceding the submission of the plan) and include the following components:

- an assessment of the bank holding company's expected uses and sources of capital over the planning horizon that accounts for the bank holding company's size, complexity, risk profile and scope of operations, and under expected and stressful conditions according to scenarios developed by the bank holding company and the Federal Reserve;
- a detailed description of the bank holding company's process for assessing capital adequacy, including how it will, under expected and stressful conditions, maintain capital commensurate with its risks, above the minimum regulatory ratios, and to serve as a source of strength to its subsidiary depository institutions, and sufficient to continue operations by maintaining steady access to funding, meeting obligations to creditors and other counterparties and continuing to serve as a credit intermediary;
- the bank holding company's capital policy; and
- a discussion of any expected changes to the bank holding company's business.

For the purpose of CCAR, each bank holding company is required to submit the results of its stress tests based on three supervisory scenarios, at least one stress scenario developed by the bank holding company and a baseline scenario. The severely adverse stress scenario developed by the Federal Reserve for the 2015 process is designed to represent an outcome that, in the opinion of the Federal Reserve, is unlikely, but could occur if the U.S. economy were to experience a deep recession while at the same time economic activity in other major economies were also to contract significantly.

A bank holding company's board of directors, or a designated committee thereof, is required, at least annually, to review the "robustness" of the bank holding company's process for assessing capital adequacy, ensure that any deficiencies are remedied and approve the capital plan.

In its review of the capital plan, the Federal Reserve considers the plan's comprehensiveness, the reasonableness of its assumptions and analysis, and the bank holding company's methodologies for reviewing the robustness of the capital adequacy process and ability to maintain capital above minimum regulatory ratios under expected and stressful conditions throughout the planning horizon. In addition, the Federal Reserve engages in a qualitative review of a bank holding company's capital planning processes and procedures. Based on its overall review of the capital plan and the regulatory capital requirements described below, the Federal Reserve either objects or does not object to the capital plan. Bank holding companies are also subject to an ongoing requirement to revise and resubmit their capital plans upon the occurrence of certain events specified by rule, or when required by the Federal Reserve. In addition to other limitations, the Company's ability to make any capital distributions (including dividends and share repurchases) is contingent on the Federal Reserve's non-objection to the Company's capital plan under both quantitative and qualitative tests. Likewise, the Federal Reserve may limit the Company's ability to take any capital actions should the Company fail to include any intended action in the capital plan. Should the Federal Reserve object to a capital plan, a bank holding company may not make any capital distribution other than those capital distributions that the Federal Reserve has indicated non-objection to in writing.

On March 11, 2015, American Express was informed that the Federal Reserve did not object to the Company's plans to return capital to shareholders through share repurchases of up to $6.6 billion during the period beginning the second quarter of 2015 through and including the second quarter of 2016, as well as an increase in the Company's quarterly dividend to $0.29 per share from $0.26 per share, beginning with the second quarter 2015 dividend declaration, subject to approval by the Company's Board of Directors. The timing and amount of common shares purchased under the Company's authorized capital plan will depend on various factors, including the Company's business plans, financial performance and market conditions. For information on the Company's share repurchases and dividends for the three months ended September 30, 2015 refer to the "Consolidated Capital Resources and Liquidity" section in the Third Quarter 2015 Form 10-Q.

Beginning in 2016, participating CCAR bank holding companies will be required to submit their capital plans and stress testing results to the Federal Reserve on or before April 5 of each year, instead of on or before January 5 of each year under the prior rules.

Credit Risk General Disclosures

Credit risk is defined as loss due to obligor or counterparty default or changes in the credit quality of a security. The Company's credit risks are divided into two broad categories: individual and institutional. Individual credit risk arises principally from the consumer and small business charge cards, credit cards, lines of credit, and loans issued by the Company's U.S. Card Services ("USCS") and International Card Services ("ICS") businesses. Institutional credit risk arises principally within the Company's Global Corporate Payments ("GCP"), Global Merchant Services ("GMS"), Global Network Services ("GNS"), Prepaid Services, and Foreign Exchange Services businesses, as well as investment and liquidity management activities.

Risk Management

The "Risk Management" section of the 2014 Annual Report includes additional information on the Company's overall risk management policies and objectives. For a discussion on the Company's risk management processes relating to credit risk, counterparty credit risk and interest rate risk refer to the "Governance", "Credit Risk Management Process" and "Market Risk Management Process" sections of the 2014 Annual Report.

- Overall risk management policies and procedures are discussed in the "Governance" section of the 2014 Annual Report. This section includes additional information on the Company's comprehensive Enterprise-wide Risk Management program that identifies, aggregates, monitors, and manages risks and defines the Company's risk appetite, governance, culture and capabilities.
- Credit risks are discussed in the "Credit Risk Management Process" section of the 2014 Annual Report. This section provides additional information on the nature of the Company's credit risks, both individual and institutional, as well as a discussion on the overall risk management structure, objectives and processes relating to these risks.
- Interest rate risks are discussed in the "Market Risk Management Process" section of the 2014 Annual Report. This section provides additional information on the nature of the Company's market risks, as well as a discussion on the overall risk management structure, objectives and processes relating to these risks.

Credit Risk Exposures

The following tables present the Company's significant on- and off-balance sheet credit risk and average credit risk exposures by counterparty, remaining contractual maturity and geographic region. Credit risk exposures are presented using regulatory reporting categories similar to the categories reported in the Company's FR Y-9C, Schedule HC-R (Part II, Risk-Weighted Assets). The following information provides details on the composition of the Company's significant credit risk exposures presented in the tables below and their relationship to the Consolidated Balance Sheet reported in the Third Quarter 2015 Form 10-Q:

- Cash and balances due from depository institutions is composed of Cash and cash equivalents as reported in the Company's Consolidated Balance Sheet, less securities purchased under agreements to resell and short-term investment securities.
- Loans and leases, net of unearned income is composed of Card Member receivables, Card Member loans and Other loans as reported in the Company's Consolidated Balance Sheet.
- Securities are composed of available-for-sale investment securities and short-term investment securities reported as Investment securities and Cash and cash equivalents in the Company's Consolidated Balance Sheet.
- Other assets is composed of Other receivables and Investments in joint ventures and other partnerships as reported in the Company's Consolidated Balance Sheet. Other assets reported in the Company's Consolidated Balance Sheet but not presented in the credit risk tables below primarily include premises and equipment, goodwill, DTA, prepaid expenses, intangible assets and restricted cash. These amounts are not presented because they are not considered significant credit risks.
- Derivative contracts in a net asset position are reported in Other assets in the Company's Consolidated Balance Sheet but are presented below as a separate line item to align with regulatory reporting categories.

Amounts presented represent both the on- and off- balance sheet derivative exposures and include effects of certain credit risk mitigation techniques, such as netting and collateral.

- Unused commitments are composed of the Company's off-balance sheet exposures that are not unconditionally cancellable in accordance with the Final Rule. Amount presented represents the credit equivalent amount and is based on the maturity of the exposure.

Credit Risk Exposures by Counterparty

The table below presents the Company's significant credit risk exposures by type and counterparty as of September 30, 2015. Counterparty classification is based on the risk of loss or default from the Company's sovereign, bank and corporate obligors.

(Millions)	**Sovereign**	**Bank**	**Corporate**	**Other [(a)]**	**Total**
Cash and balances due from depository institutions	$ 14,144	$ 4,715	$ 55	$ 193	$ 19,107
Loans and leases, net of unearned income	1	225	15,082	98,990	114,298
Securities	1,294	—	31	3,231	4,556
Other assets	—	452	744	3,368	4,564
Derivative contracts in a net asset position	—	706	14	60	780
Unused commitments	—	—	86	1	87
Total credit risk exposure	**$ 15,439**	**$ 6,098**	**$ 16,012**	**$ 105,843**	**$ 143,392**

(a) Amounts reported in "Loans and leases, net of unearned income" primarily include loans and receivables due from individual and OPEN Card Members.

Credit Risk Exposures by Remaining Contractual Maturity

The table below presents the Company's significant credit risk exposures by type and remaining contractual maturity as of September 30, 2015. Exposures classified as "No Maturity" include investments in common stock (equity securities) and other credit risks that have no contractual maturity.

(Millions)	**Within 1 year**	**1-5 years**	**After 5 years**	**No Maturity**	**Total**
Cash and balances due from depository institutions	$ 19,107	$ —	$ —	$ —	$ 19,107
Loans and leases, net of unearned income [(a)]	113,894	330	74	—	114,298
Securities	1,156	331	3,019	50	4,556
Other assets	2,578	—	—	1,986	4,564
Derivative contracts in a net asset position	612	158	10	—	780
Unused commitments	80	7	—	—	87
Total credit risk exposure	**$ 137,427**	**$ 826**	**$ 3,103**	**$ 2,036**	**$ 143,392**

(a) Loans and leases, net of unearned income is composed of Card Member receivables, Card Member loans and Other loans. Card Member receivables have no stated interest rate and are due upon receipt of Card Member statements. As a result, these balances are included as due within one year. Card Member loans have no stated maturity and are included as due within one year. However, many of the Company's Card Members will revolve their balances, which may extend their repayment period beyond one year. Amounts reported as due after one year include installment loans and loans due from modification programs classified as Troubled Debt Restructurings (TDRs).

Credit Risk Exposures by Geographic Region and Average Credit Risk Exposures

The table below presents the Company's significant credit risk exposures and average credit risk exposures by type and geographic region as of September 30, 2015. Geographic region is classified as U.S. and International (non-U.S.) and is based on the domicile of the card issuer. The quarterly average is measured using a 4-point average for on-balance sheet exposures and a 3-point average for off-balance sheet exposures.

(Millions)	U.S.	International	Total	Average
Cash and balances due from depository institutions	$ 17,292	$ 1,815	$ 19,107	$ 21,046
Loans and leases, net of unearned income	95,147	19,151	114,298	114,084
Securities	3,531	1,025	4,556	4,618
Other assets	2,533	2,031	4,564	4,647
Derivative contracts in a net asset position	265	515	780	590
Unused commitments	85	2	87	104
Total credit risk exposure	**$ 118,853**	**$ 24,539**	**$ 143,392**	**$ 145,089**

Credit Risk: Card Member Loans and Card Member Receivables

The Company's charge and credit card products result in the generation of Card Member receivables and Card Member loans, respectively. Charge cards generally carry no pre-set spending limits and are primarily designed as a method of payment and not as a means of financing purchases. Charge Card Members generally must pay the full amount billed each month. Credit cards have a range of revolving payment terms, grace periods, and rate and fee structures.

Aging of Card Member Loans and Card Member Receivables

Generally, a Card Member account is considered past due if payment is not received within 30 days after the billing statement date and delinquent if payment is not received within 60 days after the billing statement date. For additional details on the aging of Card Member loans and Card Member receivables and an analysis of the aging of past due loans refer to the "Card Member Loans and Card Member Receivables Aging" and the "Credit Quality Indicators for Card Member Loans and Receivables" sections in Note 3 "Accounts Receivable and Loans" of the Third Quarter 2015 Form 10-Q.

Impairment of Card Member Loans and Card Member Receivables

Impaired loans and receivables are defined as individual larger balance or homogeneous pools of smaller balance loans and receivables for which it is probable that the Company will be unable to collect all amounts due according to the original contractual terms of the Card Member agreement. The Company considers impaired loans and receivables to include: (i) loans over 120 days after the billing statement date and still accruing interest, (ii) non-accrual loans and (iii) loans and receivables modified as troubled debt restructurings ("TDRs"). For additional information on impaired Card Member loans and receivables and the related policies, refer to the "Impaired Card Member Loans and Receivables" section in Note 3 "Accounts Receivable and Loans" and the "Card Member Receivables Evaluated Individually and Collectively for Impairment" section in Note 4 "Reserves for Losses" of the 2014 Annual Report and Third Quarter 2015 Form 10-Q.

Write-Off of Card Member Loans and Card Member Receivables

Card Member loan and receivable balances are written off when management considers amounts to be uncollectible, which is generally determined by the number of days past due and is typically no later than 210 days after the billing statement date. Card Member loans and receivables in bankruptcy or owed by deceased individuals are generally written off upon notification, and recoveries are recognized as they are collected. For additional information on the Company's policies around reserve for losses and write-offs, refer to Note 4 "Reserve for Losses" of the 2014 Annual Report. Generally, the Company accrues interest through the date of write-off (i.e. 210 days after the billing statement date) with exceptions such as accelerated charge-offs due to bankruptcy, deceased and settlements, or TDR programs. The Company's policy is not to resume the accrual of interest on these loans.

The following table presents the Company's impaired Card Member loans and receivables by significant geographic region (USCS represents U.S. balances and ICS represents non-U.S balances) and by counterparty type (Sovereign, Bank, Corporate and Other) as of September 30, 2015. Impaired Card Member loans for Global Commercial Services ("GCS") and impaired Card Member receivables for ICS and GCS are not significant and therefore not presented.

	Card Member Loans and Card Member Receivables					
(Millions)	Region			Counterparty		
	USCS	ICS	Total	Sovereign, Bank & Corporate	Other [(e)]	Total
Loans over 90 Days Past Due & Accruing Interest [(a)]	$ 192	$ 49	$ 241	$ —	$ 241	$ 241
Non - Accrual Loans [(b)]	175	—	175	—	175	175
Loans & Receivables Modified as a TDR [(c)]	363	—	363	—	363	363
Total Impaired Loans & Receivables	**$ 730**	**$ 49**	**$ 779**	**$ —**	**$ 779**	**$ 779**
Allowance for TDRs [(d)]	**$ 84**	**$ —**	**$ 84**	**$ —**	**$ 84**	**$ 84**

(a) The Company's policy is generally to accrue interest through the date of write-off (i.e., at 180 days past due). The Company establishes reserves for interest that the Company believes will not be collected. Amounts presented exclude loans modified as a troubled debt restructuring ("TDR").

(b) Non-accrual loans not in modification programs include certain Card Member loans placed with outside collection agencies for which the Company has ceased accruing interest

(c) Total loans and receivables modified as a TDR includes $25 million that are non-accrual and $19 million that are past due 90 days and still accruing interest as of September 30, 2015. Beginning January 1, 2015, on a prospective basis the Company continues to classify Card Member accounts that have exited a modification program as TDR.

(d) Represents the reserve for losses for TDRs, which are evaluated individually for impairment. The Company records a reserve for losses for all impaired loans. Refer to "Card Member Loans Evaluated Individually and Collectively for Impairment" in Note 4 "Reserve for Losses" of the 2014 Annual Report and Third Quarter 2015 Form 10-Q for further disclosure regarding the reserve for losses on loans over 90 days past due and accruing interest and non-accrual loans, which are evaluated collectively for impairment.

(e) Amounts reported primarily include impaired loans and receivables due from individual and OPEN Card Members.

Allowance for Loan and Lease Losses

The Company records reserves for probable inherent losses in the Card Member loan and receivable portfolios related to non-payment, bankruptcy or death of a Card Member. The evaluation of probable inherent losses is consistently applied using methodologies appropriate for the segment or pool of assets being evaluated. These reserves represent management's best estimate of the losses inherent in the Company's outstanding portfolio of Card Member loans and receivables as of the balance sheet date. They also include management's judgments about the credit quality of the portfolios based on historical delinquency and loss experience adjusted for changes in portfolio trends, qualitative factors and other relevant individual specific factors which affect repayment of the loans and receivables. A Credit Reserves Committee is responsible for overseeing and approving management's judgments and estimates pertaining to determining the appropriate level of credit loss reserves. For a description of the methodology used to estimate its allowance for loan and lease losses and its policy for charging off uncollectible amounts refer to Note 4 "Reserves for Losses" of the 2014 Annual Report.

The following table presents changes in the Card Member loans and Card Member receivables reserve for losses for the nine months ended September 30, 2015. Amounts reported as "Other" relate to USCS and ICS Card Member loans and receivables and "Corporate", "Sovereign" and "Bank" relate to GCS Card Member loans and receivables. Reserves for losses are not significant for GCS "Sovereign" and "Bank" counterparties and as a result they are not presented.

	Card Member Loans			**Card Member Receivables**		
(Millions)	Sovereign, Bank & Corporate	Other	**Total**	Sovereign, Bank & Corporate	Other	**Total**
Balance, January 1, 2015	**$ —**	**$ 1,201**	**$ 1,201**	**$ 96**	**$ 369**	**$ 465**
Provisions [(a)]	—	829	829	114	428	542
Net write-offs				(106)	(438)	(544)
Principal [(b)]	—	(733)	(733)			
Interest and fees [(b)]	—	(122)	(122)			
Other [(c)]	—	(11)	(11)	(4)	(18)	(22)
Balance, September 30, 2015	**$ —**	**$ 1,164**	**$ 1,164**	**$ 100**	**$ 341**	**$ 441**
Loans and Receivables evaluated individually for impairment [(d)]	$ —	$ 333	$ 333	$ —	$ 30	$ 30
Related reserves [(d)]	$ —	$ 66	$ 66	$ —	$ 18	$ 18
Loans and Receivables evaluated collectively for impairment [(e)]	$ —	$ 68,562	$ 68,562	$ 15,748	$ 28,553	$ 44,301
Related reserves [(e)]	$ —	$ 1,098	$ 1,098	$ 100	$ 323	$ 423

(a) Provisions for principal, fees and interest (Card Member loans only) reserve components.

(b) Consists of principal, fees and interest (Card Member loans only) components, less recoveries, including net write-offs from TDRs.

(c) Represents foreign currency translation adjustments and other items.

(d) Represents loans and receivables modified as a TDR and related reserves. Refer to Note 4 "Reserve for Losses" in the 2014 Annual Report and Third Quarter 2015 Form 10-Q for further information.

(e) Represents current loans and loans less than 90 days past due, loans over 90 days past due and accruing interest, and non-accrual loans. The reserves include the quantitative results of analytical models that are specific to individual pools of loans and receivables, and reserves for internal and external qualitative risk factors that apply to loans and receivables that are collectively evaluated for impairment.

Counterparty Credit Risk for OTC Derivative Contracts and Securities Purchased Under Agreements to Resell

Counterparty credit risk is the credit risk that the Company assumes when it enters into a financial contract with a counterparty. The risk arises due to non-payment of an amount contractually owed to the Company by the counterparty before the final settlement of the contract. Derivative contracts and securities purchased under agreements to resell are part of the Company's counterparty credit risk exposures.

The Company uses derivative financial instruments to manage exposures to various market risks and not for trading purposes. Derivative contracts and securities purchased under agreements to resell may give rise to counterparty credit risk, which is the risk that a derivative counterparty will default on, or otherwise be unable to perform pursuant to, an uncollateralized derivative exposure. The Company does not have exposure due to margin loan positions or credit derivatives.

Counterparty Credit Risk Limits

Business units taking institutional credit risks are supported by independent Chief Credit Officers (CCO). These officers are guided by the Institutional Risk Management Committee, which is responsible for implementation of the Institutional Credit Risk Management Policy including a requirement that CCOs obtain an independent assessment of the credit risk for all institutional counterparties from the central rating unit and assign limits in accordance with the risk appetite of the company. For additional information on the Company's credit risk management processes refer to the "Credit Risk Management Process" section of the 2014 Annual Report.

Derivative and Hedging Activities

Derivatives derive their value from an underlying variable or multiple variables, such as interest rate, foreign exchange, and equity index or price. These instruments enable end users to increase, reduce or alter exposure to various market risks and, for that reason, are an integral component of the Company's market risk management. Interest rate risk arises through the funding of Card Member receivables and fixed-rate loans with variable-rate borrowings as well as through the risk to net interest margin from changes in the relationship between benchmark rates such as Prime and LIBOR. Foreign exchange risk is generated by Card Member cross-currency charges, foreign currency balance sheet exposures, foreign subsidiary equity and foreign currency earnings in entities outside the U.S. For additional information on the Company's derivative and hedging activities refer to Note 14 "Derivatives and Hedging Activities" of the 2014 Annual Report and Note 9 "Derivatives and Hedging Activities" of the Third Quarter 2015 Form 10-Q.

Derivatives and Securities Purchased Under Agreements to Resell

The following table presents counterparty credit risk exposures to derivative contracts and securities purchased under agreements to resell as of September 30, 2015.

(Millions)	Gross Positive Fair Value [(a)]	Current Credit Exposure [(b)]	Eligible Collateral [(c)]	Net Unsecured Credit Exposure [(d)]	Net Unsecured Credit Exposure Adjusted [(e)]
Derivative contracts	$ 922	$ 792	$ 307	$ 485	$ 485
Interest rate swaps	391	391	307	84	84
FX forwards	531	401	—	401	401
Securities purchased under agreements to resell	$ 222	$ 222	$ —	$ 222	$ 222

(a) Represents the sum of all positive mark-to-market values of each individual OTC derivative contract.

(b) For a single OTC derivative contract, amount represents the greater of the mark-to-market value of the OTC derivative contract or zero. For multiple OTC contracts subject to a qualifying master netting agreement, amount represents the greater of the net sum of all positive and negative mark-to-market values of the individual OTC derivative contracts or zero.

(c) Represents collateral that secures a single OTC derivative contract or multiple OTC derivative contracts subject to a qualifying master netting agreement. As of September 30, 2015, the Company held $307 million in cash collateral. The Company has collateral for its securities purchased under agreements to resell but it is not eligible for netting under the Final Rule.

(d) Credit exposure after benefits from legally enforceable netting agreements and collateral arrangements.

(e) Credit exposure after benefits from legally enforceable netting agreements and collateral arrangements adjusted for price volatility and foreign exchange rate volatility as prescribed by the Final Rule.

Counterparty Credit Risk Mitigation

The Company manages counterparty credit risk by considering the current exposure, which is the replacement cost of contracts on the measurement date, as well as estimating the maximum potential value of the contracts over the next 12 months, considering such factors as the volatility of the underlying or reference index. To mitigate derivative credit risk, counterparties are required to be pre-approved by the Company's centralized risk rating unit and rated as investment grade. Counterparty risk exposures are centrally monitored by the Company. Additionally, in order to mitigate the bilateral counterparty credit risk associated with derivatives, the Company has in certain instances entered into master netting agreements with its derivative counterparties, which provide a right of offset for certain exposures between the parties. A majority of the Company's derivative assets and liabilities are subject to such master netting agreements with its derivative counterparties. To further mitigate bilateral counterparty credit risk, the Company exercises its rights under executed Credit Support Annexes (CSAs) with certain of its derivative counterparties. These agreements require that, in the event the fair value change in the net derivatives position between the two parties exceeds certain dollar thresholds, the party in the net liability position posts collateral to its counterparty. All derivative contracts cleared through a central clearinghouse are collateralized to the full amount of the fair value of the contracts.

Types of Eligible Collateral Held

Eligible collateral held from derivative counterparties is limited to cash in U.S. dollar, U.S. Treasury Securities or other U.S. Government Obligations. Eligible collateral held is subject to applicable standard supervisory market price volatility and foreign exchange rate volatility haircut calculations as prescribed by the Final Rule and is reflected in the table above.

Collateral Management and Valuation

The Company has processes and controls in place to monitor the daily transfer of collateral as stipulated under its CSAs. Eligible non-cash collateral is limited to U.S. Government Obligations and their valuations are readily verified by available market quotes.

Bank's Own Credit Deterioration

Under the terms of the derivative agreements it has with its various counterparties, the Company is not required to either immediately settle any outstanding liability balances or post collateral upon the occurrence of any company specified credit risk-related event.

Credit Reserves

Credit reserves were not required as of September 30, 2015 as there were no derivative contracts or securities purchased under agreements to resell with counterparties in a non-performing status.

Equities Not Subject to the Market Risk Rule

The Company's equity exposures not subject to the Market Risk Rule are primarily entered into to meet strategic business needs, rather than for generating capital gains. Equity exposures include, but are not limited to, investments in money market funds and mutual funds; in joint ventures and other partnerships; in Community Reinvestment Act investments ("CRA"); and in connection with the Company's Bank Owned Life Insurance ("BOLI") programs.

Accounting and Valuation Methodologies

The Company generally accounts for equity investments that are not subject to the Market Risk Rule using one of the approaches described below.

Equity and Cost Method Investments
Entities in which the Company's voting interest in common equity does not provide it with control, but allows the Company to exert significant influence over the operating and financial decisions, are accounted for under the equity method. All other investments in equity securities, to the extent that they are not considered marketable securities, are accounted for under the cost method.

Available-for-Sale Investments
The Company's available-for-sale investment securities are carried at fair value on the Consolidated Balance Sheet with unrealized gains (losses) recorded in AOCI, net of income taxes. Realized gains and losses are recognized upon disposition of the securities using the specific identification method on a trade date basis. Refer to Note 5 "Investment Securities" of the Third Quarter 2015 Form 10-Q for a description of the Company's investment securities that are available-for-sale and Note 15 "Fair Value" of the 2014 Annual Report for a description of the methodology for determining the fair value of investment securities.

Realized and Unrealized Gains (Losses)

There were no significant unrealized gains (losses) on equity investments or net realized gains (losses) on the sale and liquidation of equity investments for the three months ended September 30, 2015.

Risk-Weighting Approaches

The Company uses two approaches to risk weight equity exposures that are not subject to the Market Risk Rule: Simple Risk Weight Approach ("SRWA") and Alternative Modified Look-Through Approach ("AMLTA").

The Company applies SRWA to CRA, publicly traded and non-publicly traded equity exposures. Under this approach, the adjusted carrying value or exposure amount for each type of equity exposure is multiplied by a prescribed risk weight. The adjusted carrying value of an on-balance sheet equity exposure is the carrying value of the exposure. For an off-balance sheet commitment, the exposure amount is the effective notional amount multiplied by an applicable credit conversion factor which is based upon whether the commitment is conditional or unconditional and the related maturity.

Although the SRWA assigns specific risk weights to different types of equity exposures, the Final Rule allows "non-significant equity exposures" to be risk-weighted at 100 percent. Under the "non-significant equity exposures" treatment, the aggregate adjusted carrying value of the Company's equity exposures that is less than 10 percent of Tier 1 plus Tier 2 capital is risk-weighted at 100 percent, and the remaining portion is then risk-weighted as appropriate under the SRWA. The Company's total non-significant equity exposure is currently below the 10% of Tier 1 plus Tier 2 capital threshold.

The Company applies AMLTA for equity exposures to investment funds (money market funds, mutual funds, and BOLI investments). Under the AMLTA, the adjusted carrying value of an equity exposure to an investment fund is assigned on a pro-rata basis to the different risk weight categories based on the investment limits in the fund's prospectus, partnership agreement or similar contract that defines the fund's permissible investments. Under this approach, it is assumed that the fund invests to the maximum extent permitted under its investment limits in the exposure type with the highest applicable risk weight and continues to make investments in order of the exposure type with the next highest applicable risk weight, until the maximum total investment is reached.

Nature and Types of Exposures

The following table presents a summary of the Company's equity exposures not subject to the Market Risk Rule as of September 30, 2015.

(Millions)	Cost	Unrealized Gains (Losses)	Estimated Fair Value	RWA	Minimum Capital [(a)]
Non-publicly traded:	$ 1,370	$ 1	$ 1,371	$ 1,371	$ 110
Non-significant equity exposures	1,147	1	1,148	1,148	92
Significant investments in unconsolidated financial institutions	223	—	223	223	18
Publicly traded:	1	—	1	1	—
Non-significant equity exposures	1	—	1	1	—
Community Development Equity exposures (CRA)	667	(1)	666	666	53
Investment Funds	894	—	894	358	29
Total equity exposure	**$ 2,932**	**$ —**	**$ 2,932**	**$ 2,396**	**$ 192**

(a) 2015 minimum total capital requirement is 8% of risk-weighted assets.

Interest Rate Risk for Non-Trading Activities

The Company's interest rate risk exposure is primarily generated by its card, insurance and Travelers Cheque businesses, as well as its investment portfolios.

Interest rate risk limits and escalation triggers within the Asset Liability Management Policies are approved by the Risk Committee of the Board of Directors and the Enterprise-wide Risk Management Committee, based on recommendations by the Asset-Liability Committee ("ALCO"). Interest rate risk is centrally monitored for compliance with policy and limits by the Market Risk Committee, which reports into the ALCO and is chaired by the Chief Market Risk Officer. Interest rate risk management is also guided by policy covering the use of derivative financial instruments, funding and liquidity and investments.

The Company's interest rate risk exposures are in large part by-products of the delivery of its products and services. Interest rate risk arises through the funding of Card Member receivables and fixed-rate loans with variable-rate borrowings as well as through the risk to net interest margin from changes in the relationship between benchmark rates such as Prime and LIBOR.

Interest rate exposure within the Company's charge card and fixed-rate lending products is managed by varying the proportion of total funding provided by variable-rate debt and deposits compared to fixed-rate debt and deposits. In addition, interest rate swaps are used from time to time to effectively convert fixed-rate debt to variable-rate or to convert variable-rate debt to fixed-rate. The Company may change the mix between variable-rate and fixed-rate funding based on changes in business volumes and mix, among other factors.

The Company analyzes a variety of scenarios monthly to inform management of potential impacts to earnings and economic value of equity, which may occur given changes in interest rate curves using a range of severities. As of September 30, 2015, the detrimental effect on the Company's annual net interest income of a hypothetical 100 basis point increase in interest rates would be approximately $237 million. To calculate this effect, the Company first measures the potential change in net interest income over the following 12 months incorporating assumptions relating to anticipated future business growth, funding plans, depositor behavior and market-based forward interest rates. The Company then measures the impact of the assumed forward interest rate plus the 100 basis point increase on the projected net interest income. This effect is primarily driven by the volume of charge card receivables and loans deemed to be fixed-rate and funded by variable-rate liabilities. As of September 30, 2015, the percentage of worldwide charge card accounts receivable and credit card loans that were deemed to be fixed rate was 64.4 percent, or $75 billion, with the remaining 35.6 percent, or $41 billion, deemed to be variable rate.

The table below presents a 12 month pretax net interest income sensitivity analysis as of September 30, 2015.

(Millions)	Instantaneous Parallel Rate Shocks			
	+400bps	+100bps	-100bps	-400bps
	$ (955)	$ (237)	$ 144	$ 146

Negative value represents a reduction in net interest income.

The Company is also subject to market risk from changes in the relationship between the benchmark Prime rate that determines the yield on its variable-rate lending receivables and the benchmark LIBOR rate that determines the effective interest cost on a significant portion of its outstanding debt. Differences in the rate of change of these two indices, commonly referred to as basis risk, would impact the Company's variable-rate U.S. lending net interest margins because the Company borrows at rates based on LIBOR but lends to its customers based on the Prime rate. The detrimental effect on the Company's net interest income of a hypothetical 10 basis point decrease in the spread between Prime and one-month LIBOR over the next 12 months is estimated to be $36 million. As of September 30, 2015, the Company had approximately $36 billion of Prime-based, variable-rate U.S. lending receivables funded with LIBOR-indexed debt, including asset securitizations.

The actual impact of interest rate changes will depend on, among other factors, the timing of rate changes, the extent to which different rates do not move in the same direction or in the same direction to the same degree, changes in the cost, volume and mix of the Company's hedging activities and changes in the volume and mix of the Company's businesses.

Supplementary Leverage Ratio

The supplementary leverage ratio ("SLR") is calculated by dividing Tier 1 capital by total leverage exposure. The total leverage exposure reflects average total consolidated assets with adjustments for Tier 1 capital deductions and includes off-balance sheet derivatives exposures, securities purchased under agreements to resell and credit equivalents of undrawn commitments that are both conditionally and unconditionally cancellable. The Company's SLR as of September 30, 2015 was 10.2 percent, well above the regulatory minimum requirement of 3 percent (minimum requirement is effective as of March 31, 2018).

Summary Comparison of Accounting Assets and Total Leverage Exposure

Total leverage exposure for supplementary leverage capital purposes was estimated to be $182.8 billion and $184.0 billion as of September 30, 2015 and June 30, 2015, respectively. Total leverage exposure is composed of average quarterly on-balance sheet and off-balance sheet exposure amounts. The on-balance sheet quarterly average is derived using a 4-month average and the off-balance sheet quarterly average is derived using a 3-month average. The 4-month average for on-balance sheet exposures is consistent with the Company's approach for reporting leverage exposures in the FR Y-9C and will be replaced by a daily average as required changes to the Company's accounting policies, processes, and systems are deployed and validated. The following table presents a reconciliation of quarter end total consolidated assets as reported on the Company's Consolidated Balance Sheet to total leverage exposure for the quarter ended September 30, 2015 and June 30, 2015.

(Millions)		**September 30, 2015**		**June 30, 2015**
Total consolidated assets [(a)]	$	154,216	$	157,152
Adjustments:				
Derivative exposures		335		381
Off-balance sheet exposures (that is, conversion to credit equivalent amounts of off-balance sheet exposures)		28,696		28,184
Tier 1 capital deductions [(b)]		(2,923)		(2,951)
Other adjustments [(c)]		2,495		1,201
Total leverage exposure	**$**	**182,819**	**$**	**183,967**

(a) Total assets as reported on the Company's Consolidated Balance Sheet in the Third Quarter 2015 Form 10-Q.

(b) Tier 1 capital deductions which include goodwill net of associated DTLs, intangible assets, net of associated DTLs, ineligible DTAs and additional tier 1 capital deductions. Refer to the "Components of Regulatory Capital" table of this report for information on the Company's capital and related deductions.

(c) Represents the difference between Total leverage exposure calculated by averaging on- and off-balance sheet assets and Total assets as reported on the Company's Consolidated Balance Sheet.

Supplementary Leverage Ratio

The SLR was 10.2 percent as of September 30, 2015 and 10.4 percent as of June 30, 2015. The change in the SLR was primarily driven by a decrease in tier 1 capital as a result of capital payouts being higher than capital generation during the quarter, partially offset by a decline in total leverage exposure as a result of lower average on-balance sheet assets. The following table presents additional information on the components of total leverage exposure as well as the calculation of the SLR as of September 30, 2015 and June 30, 2015.

(Millions, except percentages)	**September 30, 2015**	**June 30, 2015**
On-balance sheet exposures		
On-balance sheet assets [(a)]	$ 155,923	$ 157,589
Less: Amounts deducted from tier 1 capital [(b)]	2,923	2,951
Total on-balance sheet exposures	**153,000**	**154,638**
Derivative exposures		
Replacement cost for derivative exposures (net of cash variation margin)	590	560
Add-on amounts for potential future exposure (PFE) for derivative exposures	335	381
Total derivative exposures	**925**	**941**
Repo-style transactions(securities purchased under agreements to resell)		
On-balance sheet assets for securities purchased under agreements to resell	198	204
Total exposures for securities purchased under agreements to resell	**198**	**204**
Other off-balance sheet exposures		
Off-balance sheet exposures at gross notional amounts	286,363	281,024
Less: Adjustments for conversion to credit equivalent amounts	257,667	252,840
Off-balance sheet exposures	**28,696**	**28,184**
Capital and total leverage exposure		
Tier 1 capital	18,653	19,175
Total leverage exposure	**$ 182,819**	**$ 183,967**
Supplementary leverage ratio	**10.2%**	**10.4%**

(a) Average on-balance sheet assets excluding on-balance sheet repo-style transactions (securities purchased under agreements to resell) and derivative exposures. Amount reported includes cash collateral received in derivative transactions as variation margin.

(b) Tier 1 capital deductions which include goodwill net of associated DTLs, intangible assets, net of associated DTLs, ineligible DTAs and additional Tier 1 capital deductions. Refer to the "Components of Regulatory Capital" table of this report for information on the Company's capital and related deductions.

Supplementary Leverage Ratio Summary

The following table presents regulatory Tier 1 capital, total leverage exposure and the supplementary leverage ratio for American Express, AECB and FSB as of September 30, 2015.

(Billions, except percentages)	**Basel III Standards** [a]		**September 30, 2015**
Tier 1 Capital			
American Express Company		$	18.7
American Express Centurion Bank			6.1
American Express Bank, FSB			6.7
Total Leverage Exposure			
American Express Company			182.8
American Express Centurion Bank			40.6
American Express Bank, FSB		$	67.3
Supplementary Leverage Ratio	3.0%		
American Express Company		%	10.2
American Express Centurion Bank			15.1
American Express Bank, FSB			10.0

(a) The supplementary leverage ratio minimum requirement of 3 percent is defined by the Federal Reserve and is effective as of March 31, 2018.

Glossary of Selected Terminology

Accounting principles generally accepted in the United States of America (GAAP) – Accounting rules and conventions defining acceptable practices in preparing financial statements in the United States. The FASB is the primary source of accounting rules.

Bank Exposures – Exposures to U.S. depository institutions and foreign banks.

Capital Ratios – Represents the minimum standards established by the regulatory agencies as a measure to determine whether the regulated entity has sufficient capital to absorb on- and off-balance sheet losses beyond current loss accrual estimates.

Card Member – The individual holder of an issued American Express-branded charge, credit and certain prepaid cards.

Card Member Loans – Represents the outstanding amount due from Card Members for charges made on their American Express credit cards, as well as any interest charges and card-related fees. Card Member loans also include revolving balances on certain American Express charge card products.

Card Member Receivables – Represents the outstanding amount due from Card Members for charges made on their American Express charge cards as well as any card-related fees.

Comprehensive Capital Analysis and Review ("CCAR") – The Federal Reserve's annual CCAR is an intensive assessment of the capital adequacy of large, complex BHCs and of the practices these BHCs use to assess their capital needs. The Federal Reserve expects these BHCs to have sufficient capital to withstand a highly stressful operating environment and be able to continue operations, maintain ready access to funding, meet obligations to creditors and counterparties, and serve as credit intermediaries.

Corporate Exposure – Corporate exposure means an exposure to a company/counterparty that is not a sovereign, a bank, a government-sponsored entity ("GSE"), a residential mortgage exposure, a residential mortgage exposure, a pre-sold construction loan, a statutory multifamily mortgage, a high volatility commercial real estate ("HVCRE") exposure, a cleared transaction, a default fund contribution, a securitization exposure, an equity exposure; or an unsettled transaction.

Credit Conversion Factor – Risk weight that a bank must apply to calculate the exposure amount of an off-balance sheet exposure. Off Balance Sheet exposures are calculated and risk weights applied across the Company's Wholesale and Retail portfolios.

Credit Risk Exposure – The total amount of credit extended to a borrower by a lender. The magnitude of credit exposure indicates the extent to which the lender is exposed to the risk of loss in the event of the borrower's default.

Cross Currency Swaps – An agreement between two parties to exchange interest payments and principals denominated in two different currencies.

Final Rule – The Federal Reserve has established risk-based and leverage capital guidelines for bank holding companies, including the Company. On July 2, 2013, the Federal Reserve issued the Final Rule implementing a strengthened set of capital requirements, known as Basel III, in the United States.

Foreign Exchange Services – American Express business that consists of retail and wholesale currency exchange services and the Company's FX International Payments operation.

FX Forwards – An agreement between two parties to exchange a certain amount of one currency for another currency at a specified exchange rate and at a specified future date. FX Forwards are used to hedge foreign currency risk. Forward contracts are traded between two counterparties over-the-counter ("OTC").

Global Commercial Services ("GCS") – American Express business that provides expense management and travel services to companies and organizations worldwide through the Global Corporate Payments and Global Business Travel businesses. Business travel-related services are offered through American Express Global Business Travel ("GBT JV"), a non-consolidated joint venture.

Global Corporate Payments ("GCP") – American Express business offering a range of payment and expense management solutions to companies worldwide through the Corporate Card Programs and Business-to-Business Payment Solutions.

Global Merchant Services ("GMS") – American Express business that provides access to transaction and merchant data through the Company's closed-loop network, which encompasses relationships with Card Members, merchants and merchant acquirers and processors; and provides financing products for qualified merchants.

Global Network Services ("GNS") – American Express business that establishes and maintains relationships with banks and other institutions around the world that issue Cards and, in certain countries, acquire local merchants on the American Express network.

International Card Services ("ICS") – American Express business that issues proprietary consumer and small business cards outside the U.S. and operates a coalition loyalty business in various countries.

Interest Rate Risk – Exposure of a bank's financial condition to adverse movements in interest rates.

Interest Rate Swaps – Interest rate swaps are primarily used to hedge interest rate exposure. It involves an agreement between two parties to exchange interest cash flows at specified intervals, based on a contractual notional. Most interest rate swaps are executed to swap a fixed rate with a floating rate or vice versa.

London Interbank Offered Rate("LIBOR") – A benchmark interest rate at which banks can obtain short-term loans from other banks in the London interbank market. The LIBOR is administered by the ICE Benchmark Administration and is fixed on a daily basis. The primary function of LIBOR is to serve as the benchmark reference rate for various financial products such as debt instruments, including government and corporate bonds, mortgages, student loans and credit cards, as well as derivatives such as currency and interest swaps.

Market Risk Rule – The Market Risk Rule is designed to determine capital requirements for trading assets based on general and specific market risk associated with these assets.

Pillar 3 – Third pillar of the Basel III framework requiring public disclosures designed to provide information on banking institutions' regulatory capital and risk management practices.

Prepaid Services – American Express business that issues general purpose reloadable prepaid travel cards denominated in U.S. dollars, euro and pound sterling in Australia, Brazil, China, India and South Africa and in U.S. dollars in the United States.

Prime Interest Rate – The interest rate used by banks to set rates on consumer loan products. The prime interest rate is largely determined by the federal funds rate, which is the overnight rate at which banks lend to one another. It is often used as a reference rate, also called the base rate, for many types of loans, including small business and credit card loans.

Public Sector Entities ("PSEs") – Public sector entity means a state, local authority, or other governmental subdivision below the sovereign level.

Sovereign Exposure – Sovereign means a central government (including the U.S. government) or an agency, department, ministry, or central bank of a central government. Sovereign exposure means a direct exposure to a sovereign or an exposure directly and unconditionally backed by the full faith and credit of a sovereign.

Unconditionally Cancelable – A commitment for which a banking organization may, at any time, with or without cause, refuse to extend credit (to the extent permitted under applicable law).

U.S. Card Services ("USCS") – American Express business that issues a wide range of Card products and services to consumers and small businesses in the United States, provides consumer travel business services to Card Members and other consumers and operates a coalition loyalty business.