



American Express Management Policy

Policy Reference & Name:	AEMP17 – Whistleblower Claims Policy
Effective Date:	September 13, 2024
Policy Sponsor:	GCO – Managing Counsel, Employment Law Group (ELG)
Policy Custodian:	1. VP, GCO Ethics Office 2. VP/Audit Leader, Investigations– Internal Audit Group
Policy Overseer:	Chief Litigation Counsel
Approval Requirement:	Approval Level Required: <i>Level 4</i> Level 1: <i>N/A</i> Level 2: <i>N/A</i> Level 3: <i>N/A</i> Level 4: Chief Legal Officer
Level 4 Policy Signatories:	1. Policy Approver – Chief Legal Officer 2. Policy Sponsor – GCO – Managing Counsel, Employment Law Group (ELG) 3. Policy Overseer – Chief Litigation Counsel
Policy Scope:	American Express Management Policy
Next Scheduled Review	
Target Approval Date:	September 2026
No Later Than:	N/A
Changes to Previous Policy:	<ul style="list-style-type: none">• Updated verbiage to further ensure policy cannot be misconstrued as deterring an individual from assisting or communicating with regulators/agencies• Updated language to comply with EU Whistleblowing Directive• Conformity to other applicable AEMP policies (e.g., AEMP 13 & 32)



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1.0 OVERVIEW AND PURPOSE

This policy establishes guidelines and procedures for handling whistleblower concerns. By providing all colleagues, suppliers, customers, merchants, contractors, shareholders and members of the public with clear mechanisms to report concerns that the Company is not meeting its legal or ethical obligations, the Company can confirm we act with integrity, adhere to our Code of Conduct and Blue Box values and continue to drive our culture of compliance.

An appropriate response to a whistleblower concern includes conducting an investigation, where warranted and in accordance with applicable laws and company policies. It also includes protecting from retaliation any individual who in good faith reports a whistleblower allegation while, at the same time, ensuring that the subject(s) of any allegation has an opportunity to present evidence to explain, rebut or defend and to better understand the nature of the allegation(s).

This policy details what actions should be taken by:

- Individuals who have knowledge of any facts or indications of actual or possible breaches of law, regulation or Company policy; and
- Company management when whistleblower allegations are made.

Individuals outside the U.S. should refer to this Policy and/or applicable local market policy, processes and/or protocols; to the extent those documents differ from the provisions of this Policy, those documents shall apply pursuant to applicable laws.

2.0 SCOPE

This policy applies to all American Express colleagues including employees, contractors, suppliers, workers and other individuals acting in a similar capacity, as well as current shareholders, across all Company business lines, subject to local laws.

Allegations of impropriety outside the scope of this policy should still be raised with and reviewed by the GCO or CEG, as appropriate, to determine an appropriate course of action.

3.0 KEY DEFINITIONS

Whistleblower: Under this policy, a whistleblower is an individual who brings to the attention of Company management an allegation of impropriety – a violation of law, regulation or Company policy - within the Company that has not been resolved to the satisfaction of the



individual and that prevents the Company from meeting its legal or ethical obligations or from complying with generally accepted accounting principles.

Subject: The subject is a person potentially implicated in the whistleblower allegations.

4.0 ROLES & RESPONSIBILITIES

4.1 Leader Responsibilities

Leaders at all levels are expected to serve as ethical role models for colleagues by exemplifying and championing the Blue Box Values and our Code of Conduct. Leaders should be alert to situations or actions that may violate the letter or spirit of the law, regulation, our Code of Conduct or other Company policy that may damage the Company's reputation, and they must promptly take appropriate action to address these situations.

When leaders become aware of a situation that may form a whistleblower allegation (for a non-exhaustive list of examples, see Section 5.1) or suspect that such a situation exists, they must promptly notify the GCO or another party listed in the "Where to Seek Help and Report Concerns" section of the Code of Conduct, so that an appropriate response, including an investigation where warranted, can be actioned. All investigations must be conducted in accordance with applicable laws, regulations and pursuant to AEMP 32, Investigations Policy.

Leaders must refrain from conducting their own investigations and must avoid any conduct that gives the appearance of, or that may in fact, interfere with, prejudice or influence the investigatory process. Leaders who know about, or should know about, misconduct and do not promptly escalate the issue may be subject to disciplinary action up to and including termination of employment, subject to applicable laws and regulations. Leaders must never engage in or tolerate retaliatory acts that violate our Company's non-retaliation policy, and are expected to clearly communicate that policy to their teams.

4.2 Individual Responsibilities

Any colleague who suspects that a possible violation of law, regulation or Company policy has occurred should promptly report it. They may report it to their leader, if appropriate and they are comfortable doing so, or to any of the following Amex resources: the GCO, the Internal Audit Group (IAG), Global Security, Compliance, the Colleague Experience Group (CEG), Colleague & Labor Relations (CLR) or the [Amex Ethics Hotline](#). Concerns may be reported by telephone or web portal 24/7/365 to the [Amex Ethics Hotline](#), which is hosted by an independent third party. All concerns reported to the Amex Ethics Hotline are handled confidentially to the extent possible, meaning information obtained during the investigation is exclusively shared on a need-to-know basis only (e.g., the name of the whistleblower, if known, is not shared with the subject,



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witnesses, etc., including but not limited to in jurisdictions where the disclosure is prohibited, and unless there is a legal requirement mandating differently). Reports made to the Amex Ethics Hotline may be made anonymously, if preferred.

Individuals who have reason to believe that a breach of law, regulation or Company policy has occurred must retain all documents that could be relevant to an investigation of the matter, including information stored in electronic form, such as emails, instant messages, slack messages, etc.

Individuals are expected to cooperate fully with any internal investigation at Amex, including responding truthfully and completely to investigators, answering questions that may be asked in interviews, providing documents, records and other materials upon request and taking no actions that would be viewed as interfering with any internal investigation.

5.0 POLICY REQUIREMENTS

It is Company policy to closely scrutinize and appropriately respond to allegations by colleagues, suppliers, customers, merchants, contractors, shareholders or members of the public that the Company is not meeting its legal or ethical obligations or that could cause damage to the Company's brand or reputation or could result in a liability to the Company.

5.1 Allegations That May Form Whistleblower Claims

The following is an indicative list of the types of allegations that form whistleblower claims that fall within the scope of this policy. This list is not intended to be exhaustive.

- Internal business practices that are inconsistent with generally accepted accounting principles.
- Falsification, alteration or substitution of Company records.
- Violations of the American Express Code of Conduct including but not limited to
 - o Conflicts of interest
 - o Inaccuracy of books and records
 - o Insider trading
 - o Collusion with competitors
 - o Money laundering
 - o Data Protection infringements
 - o Corruption and bribery
 - o Fraud / theft
 - o Illegal or unethical sales, marketing, advertising, servicing or collections activities
 - o Retaliation



- Authorizing, directing or participating in a Significant Ethical Violation (as set forth in AEMP13).
- Deliberately concealing a Significant Ethical Violation or deliberately withholding relevant information concerning a Significant Ethical Violation.
- Breach of statutory and other legal requirements applicable to the Company.

5.2 Investigating Whistleblower Claims

A person who receives a report(s) of a possible violation of law, regulation or policy from a whistleblower or related to a whistleblower allegation must promptly notify the GCO or anyone listed in the “Where to Seek Help and Report Concerns” section of the Code of Conduct. The GCO or other recipient of any such concern must promptly notify IAG about any matter falling within the scope of this policy so that IAG can determine whether the matter should be reported to the Audit & Compliance Committee of the Board of Directors.

Individuals should not be questioned, terminated, disciplined or otherwise advised of any investigation by anyone outside the designated investigation functions, and no such action or similar action should be taken as a result of an investigation until management is instructed to do so by the GCO.

The GCO, in consultation with IAG, Global Security and CLR, as appropriate, are responsible for determining whether a Company investigation should be undertaken and if so, the scope of any investigation pursuant to AEMP 32.

Subject to applicable laws and regulations, precautions must always be taken to preserve the confidentiality of the investigation and the findings, as well as the confidentiality of an individual making a whistleblower allegation or involved in the investigatory process. The subject of any allegation should have an opportunity present relevant factual evidence to understand the nature of the allegations.

Personal data gathered during the course of the investigation must be handled in accordance with local data privacy laws and applicable company privacy policies and protocols. In all instances, the information gathered must be kept securely and access to such information should be limited to those who need to know in order to perform their job duties. Data that could identify the whistleblower or the subject should not be retained any longer than is necessary for the Company to satisfy its legal and regulatory obligations.

IAG is responsible for tracking all whistleblower claims within the scope of this policy and for ensuring that the tenets of the policy are followed.



To the extent the circumstances arise, the Company, as directed by the GCO, Compliance and Global Security, are to make every effort to cooperate with law enforcement authorities.

5.3 Disciplinary Measures

Once investigated, a decision on what course of action to take based on the findings of the investigation must be approved by the GCO, CEG and IAG. After consultation with the GCO, the General Auditor informs the Audit & Compliance Committee as appropriate.

Disciplinary measures depend on the circumstances of the violation. CLR and the GCO are responsible for ensuring that any action taken is consistent with local consultation and legal requirements. Consideration is given to whether or not a violation is intentional, as well as to the level of good faith shown by a subject in cooperating with any resulting investigation or corrective measures.

In matters involving Significant Ethical Violations (AEMP13), no disciplinary action should be taken against any individual without the approval of at least a Senior Counsel-level attorney in the GCO-Employment Law Group, a Director in CLR and a VP or higher in the business unit (or staff group) in which the individual works. The persons making the decision are responsible for notifying IAG of the facts and the disciplinary action taken.

5.4 Remediation

Once investigated, any recommendations on whether and what remediation should be implemented are formulated by the GCO and IAG with input from appropriate functions (e.g., CLR, Information Security, Global Risk & Compliance, Global Security, Finance, etc.). Any matters requiring significant remediation must be reviewed and approved by appropriate senior management before being implemented. After consultation with the GCO, the General Auditor informs the Audit and Compliance Committee of the approved remediation.

5.5. Retaliation Against Whistleblowers

No adverse employment action, (e.g., termination, counseling, lower rating, etc.) may be taken against a whistleblower in retaliation for reporting allegations of impropriety that fall within the scope of this policy and which the individual believes in good faith to be true. Similarly, no adverse employment action may be taken against an individual in retaliation for their good faith and honest participation in an investigation into whistleblower allegations. Additionally, in EU and some other European countries, no adverse action may be taken in retaliation for reporting concerns in good faith against someone who assists a whistleblower or their friends or family members, and no commercial action may be taken in retaliation against organizations connected



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in a work-related context to the whistleblower. Allegations brought forth without a good faith belief are a misuse of the whistleblower process and a violation of company policy. Any adverse employment action involving a whistleblower may only be undertaken only after consultation with CLR and the GCO.

Additionally, no adverse employment action, including but not limited to discharge, demotion, suspension, threat, harassment, or any other manner of discrimination in the terms and condition of employment may be taken against any individual who (a) lawfully provides information regarding conduct the employee reasonably believes to be Company violations of U.S. securities laws to the Securities Exchange Commission, or anti-money laundering and U.S. sanctions laws to the U.S. Department of the Treasury's Financial Crimes Enforcement Network pursuant to the terms of whistleblower programs administered by those agencies, (b) assists in any investigation or judicial or administrative action based upon or related to the information described in section (a); or (c) lawfully provides information regarding conduct based on a good faith belief to be a violation of law or otherwise lawfully participates in any U.S. government administered whistleblower program, including but not limited to U.S. government-administered reporting mechanisms related to violations of the statutes pertaining to the SEC, False Claims Act, the Foreign Corrupt Practices Act, U.S. commodities laws, U.S. environmental laws, and the reporting of tax fraud to the Internal Revenue Service.

For clarity, nothing in this Policy precludes the reporting of violations of law or other wrongdoing to external whistleblower programs or similar channels maintained by competent government authorities.

6.0 EXCEPTION / CONFLICT / INTERPRETATION RESOLUTION

Nothing in this policy or in any other Company policy -- including but not limited to the Code of Conduct; AEMP13 – Significant Ethical Violations; AEMP28 – Competing Partner Confidentiality

Operating Policy; and AEMP32 – Investigations Policy; internal confidentiality or non-disclosure agreement or other agreement between the Company and an employee -- shall in any way impede an individual from (1) filing a charge or complaint with the Securities and Exchange Commission (SEC), the Financial Industry Regulatory Authority (FINRA), or any other securities regulatory agency or authority; (2) communicating with any securities regulatory agency or authority or otherwise participating in any investigation or proceeding that may be conducted by any securities regulatory agency or authority without notice to the Company; (3) receiving an award for information provided to the SEC staff or any other securities regulatory agency or authority; or (4) communicating directly with any federal, state or local governmental



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agency or commission about a possible violation of law or regulation. For EU market countries and other European countries, please see reporting authorities in the appendix.

For questions about this policy, contact Jason Brown, VP & Managing Counsel, Global Employment Law Group, GCO, at jason.k.brown@aexp.com or Bernadette Miragliotta, EVP & Managing Counsel, Litigation & Investigations Group, GCO, at bernadette.miragliotta@aexp.com.

7.0 POLICY APPROVAL REQUIREMENTS

This policy is to be reviewed, updated, if necessary, and re-approved by the AXP Chief Legal Officer at least once every two years and not more than 24 months from the approval date.

8.0 ENFORCEMENT OF ISSUED POLICIES AND PROCEDURES

Senior management of each business, function or bank is ultimately responsible for ensuring adherence to policy within their organizations. **Noncompliance with issued policies or procedures is a breach of the terms of employment and may lead to disciplinary actions which may include termination of employment, or third-party vendor agreement.**

9.0 POLICY IMPLEMENTATION

This policy is implemented through AXP's Code of Conduct training.

10.0 RELATED POLICIES, REGULATORY GUIDELINES & SUPPORTING DOCUMENTS

[Code of Conduct](#)

AEMP 13: Significant Ethical Violations

Section 4 of AEMP 13 addresses when a Whistleblower Claim may also involve a Significant Ethical Violation

AEMP 32: Investigations Policy ("Guidelines for Conducting Investigations")

EU and European Whistleblower Protocol and, where applicable, relevant country Annexes.

11.0 REVISION HISTORY



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This version of AEMP 17 supersedes the version of this policy issued on July 4, 2022.

12.0 APPENDICES

N/A