424B2 P 1/2-7358 642462 htm 424B2

Filed Pursuant to Rule 424(b)(2) File No. 333-204124

Pricing Supplement No. 150 Dated: February 28, 2017

(To Prospectus dated May 13, 2015 and Prospectus Supplement dated May 13, 2015)

CALCULATION OF REGISTRATION FEE

Class of securities offered Medium-Term Senior Notes, Series F

Aggregate offering price \$1,750,000,000 Amount of registration fee \$202,825*

AMERICAN EXPRESS CREDIT CORPORATION

Medium-Term Senior Notes, Series F

Due Nine Months or More from Date of Issue

Principal Amount or Face Amount: \$1,750,000,000

Issue Price: 99.777%, plus accrued interest, if any, from March 3, 2017

Proceeds to Company on original issuance: \$1,739,972,500 (before expenses)

Commission: \$6,125,000 (0.350%)

☐ Barclays Capital Inc.

Agent:

☐ CastleOak Securities, L.P. ☑ Citigroup Global Markets Inc. ☐ Credit Suisse Securities (USA) LLC ☑ Deutsche Bank Securities Inc. ☐ Goldman, Sachs & Co. ☑ HSBC Securities (USA) Inc. ☐ J. P. Morgan Securities LLC ☑ Lebenthal & Co., LLC ĭ Lloyds Securities Inc.

☐ BNY Mellon Capital Markets, LLC

☑ Merrill Lynch, Pierce, Fenner & Smith Incorporated

- ☐ Mischler Financial Group, Inc.
- ☑ MUFG Securities Americas Inc.
- ĭ Mizuho Securities USA Inc.
- ☐ RBC Capital Markets, LLC
- ☐ RBS Securities Inc.
- ☑ Samuel A. Ramirez & Company, Inc.
- ☑ SMBC Nikko Securities America, Inc.
- ĭ TD Securities (USA) LLC
- ☐ UBS Securities LLC
- ☐ U.S. Bancorp Investments, Inc.
- ☐ Wells Fargo Securities, LLC
- ☑ The Williams Capital Group, L.P.
- ☑ Other: Standard Chartered Bank

RedTail Capital Markets, LLC

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Agent		Amount		
Citigroup Global Markets Inc.	\$	280,000,000		
Deutsche Bank Securities Inc.		280,000,000		
Merrill Lynch, Pierce, Fenner & Smith				
Incorporated	\$	280,000,000		
Mizuho Securities USA Inc.		280,000,000		
HSBC Securities (USA) Inc.	\$	192,500,000		
Lloyds Securities Inc.		77,000,000		

^{*}The filing fee of \$202,825 is calculated in accordance with Rule 457(r) of the Securities Act of 1933.

	www.oblible.c	om	\$	77,000,000	
	Securities America, Inc.	\$	77,000,000		
Standard Chart		\$	77,000,000		
TD Securities (Lebenthal & C		\$ \$	77,000,000 11,900,000 4,900,000 11,900,000		
	l Markets, LLC	\$ \$			
		\$			
Samuel A. Ramirez & Company, Inc. The Williams Capital Group, L.P.				23,800,000	
Total	oup 0.0up, 2.1.		\$ \$	1,750,000,000	
Agents' capacity on original issuance:				☐ As Agent ☑ As Principal	
If as principal:					
☐ The No	tes are being offered at v	arying prices related to prevailing market prices at the ti	me of resale.		
ĭ The No	otes are being offered at a	fixed initial public offering price of 99.777% of Principal	al Amount or Face Amount.		
Form of Note:	☑ Global ☐ Definitive				
Trade Date:	e Date: February 28, 2017				
Original Issue	Date: Mar	ch 3, 2017			
Stated Maturity	ted Maturity: March 3, 2022				
Specified Curr	ency (if other than U.S. I	Pollars): N/A			
Authorized De	nominations: Minimum	denominations of \$2,000 and integral multiples of \$1,000) in excess thereof		
•	•	on the 3 rd day of each March and September. If the interest ne next succeeding Business Day.	est payment date falls on a da	y that is not a	
First Interest Pa	ayment Date: September	3, 2017			
Indexed Princip	pal Note: ☐ Yes (See Att	ached) 🗵 No			
Type of Interes	st Rate: ⊠ Fixed Rate □	Floating Rate □ Indexed Rate (See Attached)			
		2			
Interest Rate (F	Fixed Rate Notes): 2.70	0%			
Initial Interest	Rate (Floating Rate Note	s): N/A			
Base Rate:	☐ CD Rate ☐ EURIBOR ☐ LIBOR ☐ Prime Rate	☐ Commercial Paper Rate ☐ Federal Funds Rate ☐ Treasury Rate ☐ Other (See Attached)			
Calculation Ag	ent: N/A				
Computation o	f Interest:				
		☐ Actual over Actual ☐ Other (See Attached)			

Interest Reset Dates: N/A				
Rate Determination Dates: N/A				
Index Maturity: N/A				
Spread (+/-): N/A				
Spread Multiplier: N/A				
Change in Spread, Spread Multiplier of	r Fixed Interest Rate prior to Stated Maturity:			
☐ Yes (See Attached)	⊠ No			
Maximum Interest Rate: None				
Minimum Interest Rate: None				
Amortizing Note: ☐ Yes (See Attache	ed) ⊠ No			
Optional Redemption: ⊠ Yes □ No				
Optional Redemption Dates:	On or after the date that is 31 days prior to maturity			
Redemption Prices:	100% of the principal amount of the notes being redeemed, together with any accrued and unpaid interest thereon to, but excluding, the date fixed for redemption			
Redemption: ☐ In whole only and not in part				
⊠ May be in whole or in part				
Optional Repayment: ☐ Yes ☒ No				
Optional Repayment Dates: Optional Repayment Prices:	N/A N/A			
Discount Note: ☐ Yes ☒ No				
Total Amount of OID: Bond Yield to Call:	N/A N/A			
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Yield to Maturity: 2.748%

CUSIP: 0258M0EG0

ISIN: US0258M0EG02

DESCRIPTION OF THE NOTES:

The description in this Pricing Supplement of the particular terms of the Medium-Term Senior Notes offered hereby supplements, and to the extent inconsistent therewith replaces, the description of the general terms and provisions of the Notes set forth in the accompanying Prospectus dated May 13, 2015 (the "Prospectus") and Prospectus Supplement dated May 13, 2015 (the "Prospectus Supplement") to which reference is hereby made.

Standard Chartered Bank will not effect any offers or sales of any notes in the United States unless it is through one or more U.S. registered broker-dealers as permitted by the regulations of FINRA.

PLAN OF DISTRIBUTION

Selling Restrictions

Canada

The notes may be sold only to purchasers purchasing, or deemed to be purchasing, as principal that are accredited investors, as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and are permitted clients, as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the notes must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if the Prospectus, the Prospectus Supplement or this Pricing Supplement (including any amendment thereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for particulars of these rights or consult with a legal advisor.

Pursuant to section 3A.3 of National Instrument 33-105 Underwriting Conflicts (NI 33-105), the dealers are not required to comply with the disclosure requirements of NI 33-105 regarding underwriter conflicts of interest in connection with this offering.

DISCLOSURE RELATED TO FATCA

Disclosure under the "Taxation — Certain U.S. Federal Income Tax Consequences — Foreign Accounts" section of the Prospectus, dated May 13, 2015, shall be deleted in its entirety and replaced with the following:

• "A United States law enacted in 2010 and commonly referred to as FATCA potentially imposes a withholding tax of 30% on payments of (i) interest on a debt obligation of a United States issuer and (ii) after December 31, 2018, gross proceeds from the sale or other disposition of such a debt obligation, in each case made to (a) a foreign financial institution (as a beneficial owner or as an intermediary), unless such institution enters into an agreement with the United States government to collect and report (or is required by applicable local law) to collect and provide to the United States or other relevant tax authorities certain information regarding United States account holders of such institution or (b) a non-United States entity (as a beneficial owner) that is not a financial institution unless such entity provides the withholding agent with a certification that it does not have any substantial United States owners or that identifies its substantial United States owners, which generally includes any specified United States person that directly or indirectly owns more than a specified percentage of such entity. FATCA applies to the debt securities. United States Holders that will hold the debt securities through a non-United States intermediary and Non-United States Holders are urged to consult their own tax advisors regarding foreign account tax compliance."