

AMERICAN EAGLE OUTFITTERS INC

Form 4

June 26, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
O DONNELL JAMES V

2. Issuer Name **and** Ticker or Trading
Symbol
AMERICAN EAGLE
OUTFITTERS INC [AEO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

150 THORN HILL DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/25/2007

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO

WARRENDALE, PA 15095

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock, without par value	06/25/2007		S ⁽¹⁾	2,600 D \$ 26.4	1,074,460	D	
Common Stock, without par value	06/25/2007		S ⁽¹⁾	2,400 D \$ 26.41	1,072,060	D	
Common Stock, without par value	06/25/2007		S ⁽¹⁾	800 D \$ 26.42	1,071,260	D	

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Common Stock, without par value	06/25/2007	S ⁽¹⁾	300	D	\$ 26.44	1,070,960	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	4,200	D	\$ 26.45	1,066,760	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	500	D	\$ 26.46	1,066,260	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	3,500	D	\$ 26.47	1,062,760	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	8,400	D	\$ 26.5	1,054,360	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	3,300	D	\$ 26.51	1,051,060	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	2,000	D	\$ 26.52	1,049,060	D
Common Stock, without par value	06/25/2007	S ⁽¹⁾	2,000	D	\$ 26.53	1,047,060	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo
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(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Repor
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O DONNELL JAMES V 150 THORN HILL DRIVE WARRENDALE, PA 15095	X		CEO	

Signatures

By: Robert J. Tannous,
Attorney-in-Fact

06/25/2007

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 24, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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