

AMERICAN EAGLE OUTFITTERS INC
 Form 4
 June 15, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARKFIELD ROGER S

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)
06/13/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 Vice Chairman

WARRENDALE, PA 15095

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, without par value	06/13/2007		M		\$ 7.2223 240,055	D	
Common Stock, without par value	06/13/2007		S		\$ 26.15 233,555	D	
Common Stock, without par value	06/13/2007		S		\$ 26.17 220,955	D	

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Common Stock, without par value	06/13/2007	S	4,500	D	\$ 26.18	216,455	D
Common Stock, without par value	06/13/2007	S	6,600	D	\$ 26.19	209,855	D
Common Stock, without par value	06/13/2007	S	800	D	\$ 26.21	209,055	D
Common Stock, without par value	06/13/2007	S	1,500	D	\$ 26.23	207,555	D
Common Stock, without par value	06/13/2007	S	2,300	D	\$ 26.24	205,255	D
Common Stock, without par value	06/13/2007	S	2,700	D	\$ 26.25	202,555	D
Common Stock, without par value	06/13/2007	S	2,900	D	\$ 26.26	199,655	D
Common Stock, without par value	06/13/2007	S	2,300	D	\$ 26.27	197,355	D
Common Stock, without par value	06/13/2007	S	4,300	D	\$ 26.28	193,055	D
Common Stock, without par value	06/13/2007	S	900	D	\$ 26.29	192,155	D
Common Stock, without par value	06/13/2007	S	18,300	D	\$ 26.3	173,855	D
	06/13/2007	S	3,800	D	\$ 26.31	170,055	D

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Common Stock, without par value							
Common Stock, without par value	06/13/2007	S	5,600	D	\$ 26.32	164,455	D
Common Stock, without par value	06/13/2007	S	3,200	D	\$ 26.33	161,255	D
Common Stock, without par value	06/13/2007	S	800	D	\$ 26.34	160,455	D
Common Stock, without par value	06/13/2007	S	3,100	D	\$ 26.35	157,355	D
Common Stock, without par value	06/13/2007	S	800	D	\$ 26.36	156,555	D
Common Stock, without par value	06/13/2007	S	2,100	D	\$ 26.37	154,455	D
Common Stock, without par value	06/13/2007	S	1,200	D	\$ 26.38	153,255	D
Common Stock, without par value	06/13/2007	S	6,200	D	\$ 26.39	147,055	D
Common Stock, without par value	06/13/2007	S	1,800	D	\$ 26.4	145,255	D
Common Stock, without par value	06/13/2007	S	500	D	\$ 26.41	144,755	D
	06/13/2007	S	1,400	D	\$ 26.42	143,355	D

Common Stock, without par value

Common Stock, without par value

06/13/2007 S 400 D \$ 26.44 142,955 D

Common Stock, without par value

06/13/2007 S 500 D \$ 26.45 142,455 D

Common Stock, without par value

06/13/2007 S 500 D \$ 26.46 141,955 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.

SEC 1474 (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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount
Stock Option-Right to Buy	\$ 7.2223	06/13/2007		M	200,000	(1) 08/10/2009	Common Stock, without par value 200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARKFIELD ROGER S 150 THORN HILL DRIVE	X		Vice Chairman	

WARRENDALE, PA 15095

Signatures

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

06/14/2007

__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) Option vests 8/10/07 or earlier if performance criteria are met.

Remarks:

This is the first Form 4 to be filed for transactions made on 6/13/07. Multiple Form 4s are being filed due to the 30 transaction

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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