DIAMOND SUSAN
Form 4
February 09, 2005

FORM 4

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

OMB APPROVAL

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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 *
DIAMOND SUSAN

(Last) (First) (Middle)

1800 MOLER ROAD

(Street)

COLUMBUS, OH 43207

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/08/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, without par value	02/08/2005		M		6,750	A	$ 16.4567	6,750	I	By Spouse
Common Stock, without par value	02/08/2005		M		6,750	A	$ 13.5	13,500	I	By Spouse
Common Stock, without par value	02/08/2005		M		5,625	A	$ 11.375	19,125	I	By Spouse

Common Stock, without par value	02/08/2005		M	5,625	A	$ 9.875	24,750	I	By Spouse
Common Stock, without par value	02/08/2005		S	6,000	D	$ 53.79	18,750	I	By Spouse
Common Stock, without par value	02/08/2005		S	5,000	D	$ 53.8	13,750	I	By Spouse
Common Stock, without par value	02/08/2005		S	3,000	D	$ 53.9	10,750	I	By Spouse
Common Stock, without par value	02/08/2005		S	5,000	D	$ 53.95	5,750	I	By Spouse
Common Stock, without par value	02/08/2005		S	5,750	D	$ 53.99	0	I	By Spouse
Common Stock, without par value							1,843,682	I	By Trust (1)

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

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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 Underlying Securitie (Instr. 3 and 4)
				Code	V	(A)	(D)		Title

						Date Exercisable	Expiration Date		Amou or Numb of Shares
Stock Option-Right to Buy	$ 16.4567	02/08/2005		M	6,750	08/03/1999	08/03/2008	Common Stock, without par value	6,75
Stock Option-Right to Buy	$ 13.5	02/08/2005		M	6,750	11/02/1999	11/02/2008	Common Stock, without par value	6,75
Stock Option-Right to Buy	$ 11.375	02/08/2005		M	5,625	05/01/2001	05/01/2010	Common Stock, without par value	5,62
Stock Option-Right to Buy	$ 9.875	02/08/2005		M	5,625	07/31/2001	07/31/2010	Common Stock, without par value	5,62

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIAMOND SUSAN 1800 MOLER ROAD COLUMBUS, OH 43207		X		

Signatures

By: Robert J. Tannous, Attorney-in-Fact 02/08/2005

**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) Shares owned by trusts as to which Mrs. Diamond serves either as trustee or trust advisor of various family trusts. Mrs. Diamond disclaims beneficial ownership except to the extent of her pecuniary interest therein.

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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