

AMERICAN EAGLE OUTFITTERS INC

Form 4

June 06, 2005

**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  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LEEDY MICHAEL J

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

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)  
06/03/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
EVP of Strategic Planning

WARRENDALE, PA 15095

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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	(A) or (D)	Price
Common Stock, without par value	06/03/2005		M		72,640	A	\$ 10.8334
Common Stock, without par value	06/03/2005		M		26,666	A	\$ 12.1725
Common Stock, without par value	06/03/2005		M		9,384	A	\$ 7.025
							138,432
							165,098
							174,482

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Common Stock, without par value	06/03/2005	S	12,600	D	\$ 29.297	161,882	D
Common Stock, without par value	06/03/2005	S	73,808	D	\$ 29.23	88,074	D
Common Stock, without par value	06/03/2005	S	19,900	D	\$ 29.25	68,174	D
Common Stock, without par value	06/03/2005	S	10,500	D	\$ 29.2543	57,674	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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option - Right to Buy	\$ 7.025	06/03/2005		M	9,384	<u>(1)</u> 03/04/2013	Common Stock, without par value 9,384
Stock Option-Right to Buy	\$ 10.8334	06/03/2005		M	72,640	<u>(2)</u> 08/10/2009	Common Stock, without par value 72,640
Stock Option-Right to Buy	\$ 12.1725	06/03/2005		M	26,666	<u>(1)</u> 04/15/2012	Common Stock, without par value 26,666

par value

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEEDY MICHAEL J 150 THORN HILL DRIVE WARRENDALE, PA 15095			EVP of Strategic Planning	

## Signatures

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

06/06/2005

\_\_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) Options vests 1/3 per year beginning on the first anniversary of the date of grant.
- (2) Option vests 8/10/07 or earlier if performance criteria are met.

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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