AMERICAN EAGLE OUTFITTERS INC
Form 8-K
January 13, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report

(Date of earliest event reported)

January 10, 2011

AMERICAN EAGLE OUTFITTERS, INC.

(Exact name of registrant as specified in its charter)

Delaware **(State of incorporation)**	**1-33338** **(Commission File Number)**	**13-2721761** **(IRS Employer Identification No.)**

77 Hot Metal Street **Pittsburgh, Pennsylvania** **(Address of principal executive offices)**	**15203-2329** **(Zip Code)**

(412) 432-3300

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On January 10, 2011, J. Thomas Presby informed American Eagle Outfitters, Inc. (the "Company") that he was resigning from the Company's Board of Directors (the "Board") effective that date. Mr. Presby also serves as the Audit Committee Chairman of a number of other public companies, including one that completed its initial public offering in October, 2010. His decision to resign from the Company's Board was based on his personal time commitments. Mr. Presby has confirmed that his resignation was not the result of any disagreement with the Company with respect to its financial and auditing policies, operations or practices. Cary D. McMillan has been named to succeed Mr. Presby as Chairman of the Company's Audit Committee. The Company's Board of Directors will decide in the future whether to replace Mr. Presby, or reduce the size of the Board.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.