MARKFIELD ROGER S
Form 4
January 11, 2005

FORM 4

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

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
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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).

(Print or Type Responses)

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

(Last) (First) (Middle)

150 THORN HILL DRIVE

(Street)

WARRENDALE, PA 15095

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/07/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice Chairman and President

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	01/07/2005		M		46,083	A	$ 5.9445	298,288	D	
Common Stock, without par value	01/07/2005		M		100,000	A	$ 14.05	398,288	D	
Common Stock, without par value	01/07/2005		S		1,990	D	$ 48.82	462,366	D	

Common Stock, without par value	01/07/2005	S	1,200	D	$ 48.83	461,166	D	
Common Stock, without par value	01/07/2005	S	31,600	D	$ 48.85	429,566	D	
Common Stock, without par value	01/07/2005	S	11,516	D	$ 48.86	418,050	D	
Common Stock, without par value	01/07/2005	S	700	D	$ 48.87	417,350	D	
Common Stock, without par value						17,301	I	By 401(k)
Common Stock, without par value	01/07/2005	M	353,917	A	$ 21.6667	752,205	D	
Common Stock, without par value	01/07/2005	S	10,000	D	$ 48.53	742,205	D	
Common Stock, without par value	01/07/2005	S	51,487	D	$ 48.54	690,718	D	
Common Stock, without par value	01/07/2005	S	20,000	D	$ 48.55	670,718	D	
Common Stock, without par value	01/07/2005	S	10,000	D	$ 48.58	660,718	D	
Common Stock, without par value	01/07/2005	S	26,000	D	$ 48.6	634,718	D	
	01/07/2005	S	15,600	D	$ 48.61	619,118	D	

Common Stock, without par value							
Common Stock, without par value	01/07/2005	S	39,000	D	$ 48.62	580,118	D
Common Stock, without par value	01/07/2005	S	15,000	D	$ 48.64	565,118	D
Common Stock, without par value	01/07/2005	S	12,227	D	$ 48.66	552,891	D
Common Stock, without par value	01/07/2005	S	3,000	D	$ 48.67	549,891	D
Common Stock, without par value	01/07/2005	S	5,000	D	$ 48.68	544,891	D
Common Stock, without par value	01/07/2005	S	10,000	D	$ 48.7	534,891	D
Common Stock, without par value	01/07/2005	S	8,300	D	$ 48.72	526,591	D
Common Stock, without par value	01/07/2005	S	2,425	D	$ 48.75	524,166	D
Common Stock, without par value	01/07/2005	S	200	D	$ 48.76	523,966	D
Common Stock, without par value	01/07/2005	S	9,900	D	$ 48.77	514,066	D
	01/07/2005	S	2,900	D	$ 48.78	511,166	D

Common Stock, without par value								
Common Stock, without par value	01/07/2005		S	29,300	D	$ 48.79	481,866	D
Common Stock, without par value	01/07/2005		S	9,410	D	$ 48.8	472,456	D
Common Stock, without par value	01/07/2005		S	8,100	D	$ 48.81	464,356	D

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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Stock Option - Right to Buy	$ 14.05	01/07/2005		M			100,000	(1)	03/04/2013	Common Stock, without par value	100
Stock Option-Right to Buy	$ 5.9445	01/07/2005		M			46,083	(2)	02/23/2008	Common Stock, without par value	46,
Stock Option-Right to Buy	$ 21.6667	01/07/2005		M			353,917	(3)	08/10/2009	Common Stock, without par value	353

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARKFIELD ROGER S 150 THORN HILL DRIVE WARRENDALE, PA 15095	X		Vice Chairman and President	

Signatures

By: Robert J. Tannous, Attorney-in-Fact	01/11/2005
**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 20% per year beginning on the first anniversary of date of grant.

(3) 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 1/7/05. 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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