

AMERICAN EAGLE OUTFITTERS INC

Form 4

September 14, 2006

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCHOTTENSTEIN JAY L

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)  
1800 MOLER ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/12/2006

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman of the Board

COLUMBUS, OH 43207

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	(A) or (D)	Price
Common Stock, without par value	09/12/2006		S		275	D	\$ 42.53
Common Stock, without par value	09/12/2006		S		25	D	\$ 42.57
Common Stock, without par value	09/12/2006		S		144	D	\$ 42.58

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Common Stock, without par value	09/12/2006	S	425	D	\$ 42.59	21,701	D
Common Stock, without par value	09/12/2006	S	263	D	\$ 42.6	21,438	D
Common Stock, without par value	09/12/2006	S	81	D	\$ 42.62	21,357	D
Common Stock, without par value	09/12/2006	S	125	D	\$ 42.63	21,232	D
Common Stock, without par value	09/12/2006	S	100	D	\$ 42.64	21,132	D
Common Stock, without par value	09/12/2006	S	50	D	\$ 42.66	21,082	D
Common Stock, without par value	09/12/2006	S	38	D	\$ 42.67	21,044	D
Common Stock, without par value	09/12/2006	S	50	D	\$ 42.68	20,994	D
Common Stock, without par value	09/12/2006	S	1,364	D	\$ 42.7	19,630	D
Common Stock, without par value	09/12/2006	S	123	D	\$ 42.71	19,507	D
Common Stock, without par value	09/12/2006	S	300	D	\$ 42.72	19,207	D
	09/12/2006	S	50	D		19,157	D

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Common Stock, without par value					\$ 42.73			
Common Stock, without par value	09/12/2006	S	112	D	\$ 42.74	19,045	D	
Common Stock, without par value	09/12/2006	S	100	D	\$ 42.77	18,945	D	
Common Stock, without par value	09/12/2006	S	19,222	D	\$ 42	5,778,414	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	3,650	D	\$ 42.03	5,774,764	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	50	D	\$ 42.04	5,774,714	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	200	D	\$ 42.05	5,774,514	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	150	D	\$ 42.06	5,774,364	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	250	D	\$ 42.07	5,774,114	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	50	D	\$ 42.08	5,774,064	I	By SEI, Inc.
Common Stock, without par value						198	I	By Custodian For Child
						4,736,728	I	By Trust <sup>(1)</sup>

Common  
Stock,  
without  
par value

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHOTTENSTEIN JAY L 1800 MOLER ROAD COLUMBUS, OH 43207	X	X	Chairman of the Board	

## Signatures

By: Robert J. Tannous,  
Attorney-in-Fact 09/14/2006

\_\_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 Mr. Schottenstein serves either as trustee or trust advisor of various family trusts. Mr. Schottenstein disclaims beneficial ownership except to the extent of his pecuniary interest therein.

**Remarks:**

This is the third Form 4 to be filed for transactions made on 9/12/06. 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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