

AMERICAN EAGLE OUTFITTERS INC

Form 4

January 16, 2007

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 *

**HOFFMAN GERALDINE
SCHOTTENSTEIN**

(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]**
5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

3. Date of Earliest Transaction

(Month/Day/Year)

01/11/2007

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
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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, without par value	01/11/2007		S	206,274	D \$ 33	15,842,908	I By Trust
Common Stock, without par value	01/11/2007		S	2,235	D \$ 33.01	15,840,673	I By Trust
Common Stock, without par value	01/11/2007		S	588	D \$ 33.02	15,840,085	I By Trust

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Common Stock, without par value	01/11/2007	S	483	D	\$ 33.03	15,839,602	I	By Trust
Common Stock, without par value	01/11/2007	S	1,782	D	\$ 33.04	15,837,820	I	By Trust
Common Stock, without par value	01/11/2007	S	3,657	D	\$ 33.05	15,834,163	I	By Trust
Common Stock, without par value	01/11/2007	S	567	D	\$ 33.06	15,833,596	I	By Trust
Common Stock, without par value	01/11/2007	S	9,996	D	\$ 33.07	15,823,600	I	By Trust
Common Stock, without par value	01/11/2007	S	6,249	D	\$ 33.08	15,817,351	I	By Trust
Common Stock, without par value	01/11/2007	S	150	D	\$ 33.09	15,817,201	I	By Trust
Common Stock, without par value	01/11/2007	S	381	D	\$ 33.1	15,816,820	I	By Trust
Common Stock, without par value	01/11/2007	S	225	D	\$ 33.11	15,816,595	I	By Trust
Common Stock, without par value	01/11/2007	S	2,571	D	\$ 33.12	15,814,024	I	By Trust
Common Stock, without par value	01/11/2007	S	189	D	\$ 33.13	15,813,835	I	By Trust
	01/11/2007	S	114	D		15,813,721	I	By Trust

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Common
Stock,
without
par value

\$
33.14

Common
Stock,
without
par value

01/11/2007

S 39 D \$ 33.15 15,813,682 I

By Trust
(1)

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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

HOFFMAN GERALDINE SCHOTTENSTEIN
1800 MOLER ROAD
COLUMBUS, OH 43207

X

Signatures

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

01/16/2007

**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. Hoffman serves either as trustee or trust advisor of various family trusts. Mrs. Hoffman 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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