MARKFIELD ROGER S

Form 4

February 16, 2007

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

MARKFIELD ROGER S

2. Issuer Name and Ticker or Trading

Symbol

AMERICAN EAGLE

5. Relationship of Reporting Person(s) to

Issuer

OUTFITTERS INC [AEOS]

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction

(Month/Day/Year) 02/09/2007

_X__ Director 10% Owner X_ Officer (give title Other (specify

(Check all applicable)

below)

Vice Chairman

150 THORN HILL DRIVE

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

WARRENDALE, PA 15095

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securi	ties Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) tiomr Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Stock, without par value	02/09/2007		M	100,000	A	\$ 7.2223	313,373	D	
Common Stock, without par value	02/09/2007		S	76,244	D	\$ 32.13	237,129	D	
Common Stock, without par value	02/09/2007		S	23,756	D	\$ 32.14	213,373	D	

Edgar Filing: MARKFIELD ROGER S - Form 4

Common Stock, without par value	02/15/2007	S	10,000	D	\$ 31.91	203,373	D
Common Stock, without par value	02/15/2007	S	6,970	D	\$ 31.92	196,403	D
Common Stock, without par value	02/15/2007	S	10,000	D	\$ 31.93	186,403	D
Common Stock, without par value	02/15/2007	S	30,000	D	\$ 31.94	156,403	D
Common Stock, without par value	02/15/2007	S	42,444	D	\$ 32	113,959	D
Common Stock, without par value	02/15/2007	S	10,641	D	\$ 32.01	103,318	D
Common Stock, without par value	02/15/2007	S	900	D	\$ 32.02	102,418	D
Common Stock, without par value	02/15/2007	S	10,800	D	\$ 32.03	91,618	D
Common Stock, without par value	02/15/2007	S	30,000	D	\$ 32.05	61,618	D
Common Stock, without par value	02/15/2007	S	10,000	D	\$ 32.08	51,618	D
Common Stock, without par value	02/15/2007	S	51,468	D	\$ 32.25	150	D

Edgar Filing: MARKFIELD ROGER S - Form 4

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Stock Option-Right to Buy	\$ 7.2223 (1)	02/09/2007		M		100,000	(2)	08/10/2009	Common Stock, without par value	100

Reporting Owners

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

Signatures

By: Robert J. Tannous, 02/16/2007 Attorney-in-Fact

> **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) Adjusted to reflect 3-for-2 stock split on December 18, 2006.
- (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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3