### Edgar Filing: AMERICAN EAGLE OUTFITTERS INC - Form 4/A

#### AMERICAN EAGLE OUTFITTERS INC

Form 4/A March 07, 2006

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

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5 Relationship of Reporting Person(s) to

Person

Check this box if no longer subject to

Section 16.

Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 5 obligations may continue. *See* Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Grover Frederick W	Symbol	Issuer			
	AMERICAN EAGLE OUTFITTERS INC [AEOS]	(Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% OwnerX_ Officer (give title Other (specify below)			
150 THORN HILL DRIVE	02/28/2006	EVP-E-Commerce & AE Internat'l			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)	Applicable Line)			
	03/02/2006	_X_ Form filed by One Reporting Person			
WADDENDALE DA 15005		Form filed by More than One Reporting			

2 Jasuar Nama and Tiakar or Trading

#### WARRENDALE, PA 15095

(City)	(State)	Zip) Table	e I - Non-De	erivative S	ecurit	ies Acq	uired, Disposed o	of, or Beneficial	ly 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 ansaction(A) or Disposed of de (D) str. 8) (Instr. 3, 4 and 5)		5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Stock, without par value	02/28/2006		A	15,000	A	\$ 0	18,109	D	
Common Stock, without par value	02/28/2006		F	4,643	D	\$ 0	13,466	D	
Common Stock, without par value							20,643	I	By 401(k)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ative Expiration Date ties (Month/Day/Year) red (A) posed of  3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to Buy	\$ 25.47	02/28/2006		A	49,600	<u>(1)</u>	02/28/2013	Common Stock, without par value	49,600

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Grover Frederick W

150 THORN HILL DRIVE EVP-E-Commerce & AE Internat'l

WARRENDALE, PA 15095

## **Signatures**

By: Robert J. Tannous, Attorney-in-Fact 03/07/2006

\*\*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) Option vests 1/3 per year beginning on the first anniversary of the date of grant.

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.

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