

AMERICAN EAGLE OUTFITTERS INC

Form 4

September 05, 2006

# FORM 4

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

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).

## 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCGALLA SUSAN P

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)

3. Date of Earliest Transaction (Month/Day/Year)  
09/01/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
P & Chief Mdsing Off-AE Brand

150 THORN HILL DRIVE

(Street)

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

WARRENDALE, PA 15095

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Price                                                                                         |                                                          |                                   |
| Common Stock, without par value | 09/01/2006                           |                                                    | S                              | 420                                                               | D \$ 39.7                                                                                     | 40,809                                                   | D                                 |
| Common Stock, without par value | 09/01/2006                           |                                                    | S                              | 1,880                                                             | D \$ 39.71                                                                                    | 38,929                                                   | D                                 |
| Common Stock, without par value | 09/01/2006                           |                                                    | S                              | 1,200                                                             | D \$ 39.72                                                                                    | 37,729                                                   | D                                 |

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|                                          |            |   |       |   |             |        |   |
|------------------------------------------|------------|---|-------|---|-------------|--------|---|
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 1,462 | D | \$<br>39.73 | 36,267 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 1,542 | D | \$<br>39.74 | 34,725 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 100   | D | \$<br>39.75 | 34,625 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 200   | D | \$<br>39.76 | 34,425 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 1,300 | D | \$<br>39.84 | 33,125 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 500   | D | \$<br>39.85 | 32,625 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 1,200 | D | \$<br>39.86 | 31,425 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 3,400 | D | \$<br>39.87 | 28,025 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 300   | D | \$<br>39.88 | 27,725 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 2,400 | D | \$<br>39.97 | 25,325 | D |
| Common<br>Stock,<br>without par<br>value | 09/01/2006 | S | 2,900 | D | \$<br>39.99 | 22,425 | D |

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

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(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... |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------|

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                               |       |
|-----------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                                 | Director      | 10% Owner | Officer                       | Other |
| MCGALLA SUSAN P<br>150 THORN HILL DRIVE<br>WARRENDALE, PA 15095 |               |           | P & Chief Mdsing Off-AE Brand |       |

## Signatures

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

09/05/2006

\_\_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).

### Remarks:

This is the second Form 4 to be filed for transactions made on 9/01/06. Multiple Form 4s are being filed due to the 30 transactions.

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.