AMERICAN EAGLE OUTFITTERS INC Form 4 September 14, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCHOTTENSTEIN JAY L Issuer Symbol AMERICAN EAGLE (Check all applicable) **OUTFITTERS INC [AEOS]** (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director X__ 10% Owner Other (specify X_Officer (give title (Month/Day/Year) below) below) 1800 MOLER ROAD 09/12/2006 Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting COLUMBUS, OH 43207 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Direct (D) Ownership (Instr. 8) Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common Stock. By SEI, 09/12/2006 S 19.532 D \$ 42.1 5,754,532 I without Inc. par value Common Stock, By SEI, 09/12/2006 S 2.783 D 5,751,749 I 42.13 without Inc. par value Common Stock, By SEI, ه 42.14 5,751,399 09/12/2006 S 350 D Ι without Inc.

par value

Common Stock, without par value	09/12/2006	S	600	D	\$ 42.15	5,750,799	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	1,150	D	\$ 42.16	5,749,649	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	365	D	\$ 42.17	5,749,284	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	200	D	\$ 42.18	5,749,084	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	752	D	\$ 42.19	5,748,332	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	25,849	D	\$ 42.2	5,722,483	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	730	D	\$ 42.21	5,721,753	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	1,970	D	\$ 42.22	5,719,783	Ι	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	427	D	\$ 42.23	5,719,356	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	925	D	\$ 42.24	5,718,431	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	56,288	D	\$ 42.25	5,662,143	Ι	By SEI, Inc.
	09/12/2006	S	1,039	D		5,661,104	Ι	

	8 8							
Common Stock, without par value					\$ 42.26			By SEI, Inc.
Common Stock, without par value	09/12/2006	S	19,621	D	\$ 42.27	5,641,483	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	250	D	\$ 42.28	5,641,233	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	15,541	D	\$ 42.29	5,625,692	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	10,430	D	\$ 42.3	5,615,262	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	2,422	D	\$ 42.31	5,612,840	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	550	D	\$ 42.32	5,612,290	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	2,224	D	\$ 42.33	5,610,066	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	1,618	D	\$ 42.34	5,608,448	I	By SEI, Inc.
Common Stock, without par value	09/12/2006	S	44,265	D	\$ 42.35	5,564,183	I	By SEI, Inc.
Common Stock, without par value						18,945	D	
						198	Ι	

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Common Stock, without par value			By Custodian For Child
Common Stock, without par value	4,736,728	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.

Exercisable Date

of

Shares

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio	5. onNumber	6. Date Exer Expiration D		7. Title Amour		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/		Underl		Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	< J		Securit		(Instr. 5)	Bene
(Derivative		()	(Securities				3 and 4)	(Owne
	Security				Acquired			X			Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	(or Number		

Code V (A) (D)

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
SCHOTTENSTEIN JAY L 1800 MOLER ROAD COLUMBUS, OH 43207	Х	Х	Chairman of the Board	
Signatures				
By: Robert J. Tannous, Attorney-in-Fact			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 fourth Form 4 to be filed for transactions made on 9/12/06. 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.