

AMERICAN EAGLE OUTFITTERS INC

Form 4

March 11, 2005

**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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Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCHOTTENSTEIN JAY L

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)  
1800 MOLER ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/09/2005

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)  
Chairman of the Board

COLUMBUS, OH 43207

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, without par value				(A) or (D)	Price		
			Code	V	Amount		
						4,875,074	I
							By SEI, Inc.
Common Stock, without par value						4,794,823	I
							By Trust (1)
Common Stock, without par value						198	I
							By Custodian For Child

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Common Stock, without par value	03/09/2005	M	58,062	A	\$ 2.9723	68,487	D
Common Stock, without par value	03/09/2005	S	5,004	D	\$ 28.92	63,483	D
Common Stock, without par value	03/09/2005	S	400	D	\$ 28.93	63,083	D
Common Stock, without par value	03/09/2005	S	1,917	D	\$ 28.95	61,166	D
Common Stock, without par value	03/09/2005	S	406	D	\$ 28.96	60,760	D
Common Stock, without par value	03/09/2005	S	292	D	\$ 28.98	60,468	D
Common Stock, without par value	03/09/2005	S	9,788	D	\$ 29	50,680	D
Common Stock, without par value	03/09/2005	S	525	D	\$ 29.01	50,155	D
Common Stock, without par value	03/09/2005	S	712	D	\$ 29.02	49,443	D
Common Stock, without par value	03/09/2005	S	1,452	D	\$ 29.03	47,991	D
Common Stock, without par value	03/09/2005	S	1,399	D	\$ 29.04	46,592	D
	03/09/2005	S	1,991	D	\$ 29.05	44,601	D

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Common  
Stock,  
without  
par value

Common  
Stock,  
without  
par value

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without  
par value

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without  
par value

Common  
Stock,  
without  
par value

03/09/2005

S

200

D

\$ 29.06

44,401

D

03/09/2005

S

3,675

D

\$ 29.07

40,726

D

03/09/2005

S

347

D

\$ 29.08

40,379

D

03/09/2005

S

8,597

D

\$ 29.1

31,782

D

03/09/2005

S

534

D

\$ 29.11

31,248

D

03/09/2005

S

4,136

D

\$ 29.12

27,112

D

03/09/2005

S

750

D

\$ 29.13

26,362

D

03/09/2005

S

25

D

\$ 29.14

26,337

D

03/09/2005

S

6,277

D

\$ 29.15

20,060

D

03/09/2005

S

476

D

\$ 29.16

19,584

D

03/09/2005

S

275

D

\$ 29.17

19,309

D

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Common  
Stock,  
without  
par value

Common  
Stock,  
without  
par value

Common  
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without  
par value

Common  
Stock,  
without  
par value

Common  
Stock,  
without  
par value

03/09/2005

S

1,383

D

\$ 29.18 17,926

D

03/09/2005

S

1,838

D

\$ 29.19 16,088

D

03/09/2005

S

4,463

D

\$ 29.2 11,625

D

03/09/2005

S

25

D

\$ 29.23 11,600

D

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 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	\$ 2.9723	03/09/2005		M		58,062		<u>(2)</u>	02/23/2008	Common Stock, without par value	58,062

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHOTTENSTEIN JAY L 1800 MOLER ROAD COLUMBUS, OH 43207	X	X	Chairman of the Board	

## Signatures

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

03/10/2005

\_\_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.
- (2) Option vests 20% per year beginning on the first anniversary of date of grant.

### Remarks:

This is the first Form 4 to be filed for transactions made on 3/9/05. Multiple Form 4s are being filed due to the 30 transaction

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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