

AMERICAN EAGLE OUTFITTERS INC  
 Form 4  
 September 14, 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 \*  
 HOFFMAN GERALDINE  
 SCHOTTENSTEIN

(Last) (First) (Middle)

1800 MOLER ROAD

(Street)

COLUMBUS, OH 43207

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 AMERICAN EAGLE  
 OUTFITTERS INC [AEOS]

3. Date of Earliest Transaction (Month/Day/Year)  
 09/12/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, without par value	09/12/2006		S		777	D	\$ 42.26
Common Stock, without par value	09/12/2006		S		14,715	D	\$ 42.27
Common Stock, without par value	09/12/2006		S		189	D	\$ 42.28

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Common Stock, without par value	09/12/2006	S	11,655	D	\$ 42.29	11,826,974	I	By Trust
Common Stock, without par value	09/12/2006	S	7,821	D	\$ 42.3	11,819,153	I	By Trust
Common Stock, without par value	09/12/2006	S	1,818	D	\$ 42.31	11,817,335	I	By Trust
Common Stock, without par value	09/12/2006	S	414	D	\$ 42.32	11,816,921	I	By Trust
Common Stock, without par value	09/12/2006	S	1,671	D	\$ 42.33	11,815,250	I	By Trust
Common Stock, without par value	09/12/2006	S	1,215	D	\$ 42.34	11,814,035	I	By Trust
Common Stock, without par value	09/12/2006	S	33,198	D	\$ 42.35	11,780,837	I	By Trust
Common Stock, without par value	09/12/2006	S	5,394	D	\$ 42.36	11,775,443	I	By Trust
Common Stock, without par value	09/12/2006	S	7,446	D	\$ 42.37	11,767,997	I	By Trust
Common Stock, without par value	09/12/2006	S	2,403	D	\$ 42.38	11,765,594	I	By Trust
Common Stock, without par value	09/12/2006	S	10,467	D	\$ 42.39	11,755,127	I	By Trust
	09/12/2006	S	23,589	D	\$ 42.4	11,731,538	I	By Trust

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Common Stock, without par value									
Common Stock, without par value	09/12/2006	S	8,157	D	\$ 42.41	11,723,381	I	By Trust	
Common Stock, without par value	09/12/2006	S	3,945	D	\$ 42.42	11,719,436	I	By Trust	
Common Stock, without par value	09/12/2006	S	52,845	D	\$ 42.43	11,666,591	I	By Trust	
Common Stock, without par value	09/12/2006	S	2,580	D	\$ 42.44	11,664,011	I	By Trust	
Common Stock, without par value	09/12/2006	S	55,734	D	\$ 42.45	11,608,277	I	By Trust	
Common Stock, without par value	09/12/2006	S	3,813	D	\$ 42.46	11,604,464	I	By Trust	
Common Stock, without par value	09/12/2006	S	1,539	D	\$ 42.47	11,602,925	I	By Trust	
Common Stock, without par value	09/12/2006	S	2,889	D	\$ 42.48	11,600,036	I	By Trust	
Common Stock, without par value	09/12/2006	S	510	D	\$ 42.49	11,599,526	I	By Trust	
Common Stock, without par value	09/12/2006	S	5,901	D	\$ 42.5	11,593,625	I	By Trust <u>(1)</u>	

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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. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

HOFFMAN GERALDINE SCHOTTENSTEIN  
1800 MOLER ROAD  
COLUMBUS, OH 43207

X

## Signatures

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

09/14/2006

\_\_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 Mrs. Hoffman serves either as trustee or trust advisor of various family trusts. Mrs. Hoffman disclaims beneficial ownership except to the extent of her pecuniary interest therein.

**Remarks:**

This is the second 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.