AMERICAN EAGLE OUTFITTERS INC

Form 4

March 07, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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 * HOFFMAN GERALDINE **SCHOTTENSTEIN**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

AMERICAN EAGLE **OUTFITTERS INC [AEOS]**

(Check all applicable)

(Last)

1800 MOLER ROAD

(First) (Middle) 3. Date of Earliest Transaction

Officer (give title below)

_X__ 10% Owner _ Other (specify

(Month/Day/Year) 03/03/2005

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

COLUMBUS, OH 43207

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Securi	ities Acqu	ired, Disposed of	, or Beneficiall	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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	03/03/2005		Code V S	Amount 1,689	(D)	Price \$ 57.88	7,114,582	I	By Trust
Common Stock, without par value	03/03/2005		S	375	D	\$ 57.87	7,116,271	I	By Trust
Common Stock, without par value	03/03/2005		S	96	D	\$ 57.89	7,114,486	I	By Trust

Common Stock, without par value	03/03/2005	S	26,079	D	\$ 57.9	7,088,407	I	By Trust
Common Stock, without par value	03/03/2005	S	264	D	\$ 57.91	7,088,143	I	By Trust
Common Stock, without par value	03/03/2005	S	1,239	D	\$ 57.92	7,086,904	I	By Trust
Common Stock, without par value	03/03/2005	S	2,607	D	\$ 57.93	7,084,297	I	By Trust
Common Stock, without par value	03/03/2005	S	462	D	\$ 57.96	7,083,835	I	By Trust
Common Stock, without par value	03/03/2005	S	450	D	\$ 57.97	7,083,385	I	By Trust
Common Stock, without par value	03/03/2005	S	35,158	D	\$ 58	7,048,227	I	By Trust
Common Stock, without par value	03/03/2005	S	467	D	\$ 58.01	7,047,760	I	By Trust
Common Stock, without par value	03/03/2005	S	431	D	\$ 58.02	7,047,329	I	By Trust
Common Stock, without par value	03/03/2005	S	18,263	D	\$ 58.03	7,029,066	I	By Trust
Common Stock, without par value	03/03/2005	S	1,448	D	\$ 58.04	7,027,618	I	By Trust
	03/03/2005	S	3,216	D		7,024,402	I	By Trust

Common Stock, without par value					\$ 58.05			
Common Stock, without par value	03/03/2005	S	2,658	D	\$ 58.06	7,021,744	I	By Trust
Common Stock, without par value	03/03/2005	S	3,363	D	\$ 58.07	7,018,381	I	By Trust
Common Stock, without par value	03/03/2005	S	1,800	D	\$ 58.08	7,016,581	I	By Trust
Common Stock, without par value	03/03/2005	S	12,544	D	\$ 58.1	7,004,037	I	By Trust
Common Stock, without par value	03/03/2005	S	1,548	D	\$ 58.11	7,002,489	I	By Trust
Common Stock, without par value	03/03/2005	S	825	D	\$ 58.12	7,001,664	I	By Trust
Common Stock, without par value	03/03/2005	S	300	D	\$ 58.13	7,001,364	I	By Trust
Common Stock, without par value	03/03/2005	S	861	D	\$ 58.14	7,000,503	I	By Trust
Common Stock, without par value	03/03/2005	S	5,568	D	\$ 58.15	6,994,935	I	By Trust
Common Stock, without par value	03/03/2005	S	2,196	D	\$ 58.16	6,992,739	I	By Trust
	03/03/2005	S	951	D		6,991,788	I	By Trust

Common Stock, without par value					\$ 58.17			
Common Stock, without par value	03/03/2005	S	183	D	\$ 58.18	6,991,605	I	By Trust
Common Stock, without par value	03/03/2005	S	967	D	\$ 58.19	6,990,638	I	By Trust
Common Stock, without par value	03/03/2005	S	19,754	D	\$ 58.2	6,970,884	I	By Trust

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	ve .		Securi	ities	(Instr. 5)
	Derivative				Securitie	S		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed	1				
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									Amount	
						Date	Expiration	Title	or Number	
						Exercisable	Date	Title		
				C- 1-	V (A) (D)				of	
				Code	V (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOFFMAN GERALDINE SCHOTTENSTEIN		X					
1800 MOLER ROAD							

Reporting Owners 4

COLUMBUS, OH 43207

Signatures

By: Robert J. Tannous, Attorney-in-Fact 03/04/2005

**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 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 3/3/05. Multiple Form 4s are being filed due to the 30 transacti 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.

Signatures 5