

# AMERICAN EAGLE OUTFITTERS INC

## FORM 8-K (Current report filing)

Filed 07/08/10 for the Period Ending 07/08/10

Address	77 HOT METAL STREET PITTSBURGH, PA 15203
Telephone	4124323300
CIK	0000919012
Symbol	AEO
SIC Code	5651 - Family Clothing Stores
Industry	Retail (Apparel)
Sector	Services
Fiscal Year	01/28

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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

**Date of Report**  
(Date of earliest event reported)

**July 8, 2010**

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**AMERICAN EAGLE OUTFITTERS, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State of incorporation)

**1-33338**  
(Commission File Number)

**13-2721761**  
(IRS Employer Identification No.)

**77 Hot Metal Street**  
**Pittsburgh, Pennsylvania**  
(Address of principal executive offices)

**15203-2329**  
(Zip Code)

**(412) 432-3300**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 2.02. Results of Operations and Financial Condition**

The information in this Item 2.02 of Form 8-K, including the accompanying exhibits, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

On July 8, 2010, American Eagle Outfitters, Inc. (the "Company") issued a press release announcing, among other things, the Company's June 2010 sales. A copy of the press release is attached hereto as Exhibit 99.1. The Company's Management issued a recorded sales commentary on July 8, 2010 to review the Company's sales results for the month ended July 3, 2010. Additionally, Management updated its second quarter 2010 earnings guidance in both the press release and the commentary. A copy of the sales commentary transcript is attached hereto as Exhibit 99.2.

**ITEM 9.01. Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1*	Press release dated July 8, 2010 announcing June sales
99.2*	June sales commentary transcript dated July 8, 2010

\* Such Exhibit is being "furnished" (not filed) pursuant to Item 2.02 of the Current Report on Form 8-K.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN EAGLE OUTFITTERS, INC.  
(Registrant)

Date: July 8, 2010

By: /s/Joan Holstein Hilson  
Joan Holstein Hilson  
Executive Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

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**American Eagle Outfitters Reports June Sales Of \$249 Million**  
**Same Store Sales Decrease 1%**  
**Updates Second quarter EPS guidance**

Pittsburgh - July 8, 2010 -- American Eagle Outfitters, Inc. (NYSE: AEO) today announced that total sales for the five weeks ended July 3, 2010 increased 1% to \$249 million, compared to \$246 million for the five weeks ended July 4, 2009. Comparable store sales decreased 1% for the month, compared to an 11% decrease for the same period last year.

Total sales for the 22 week year-to-date period ended July 3, 2010 increased 5% to \$1.102 billion, compared to \$1.054 billion for the 22 weeks ended July 4, 2009. Comparable store sales increased 2% for the year-to-date period compared to a 10% decline for the same period last year.

Based on recent business trends and deeper promotions, the company now expects second quarter adjusted earnings to be on the low end of the guidance range of \$0.12 to \$0.16 per diluted share. On a GAAP basis, the second quarter guidance range is (\$0.01) to \$0.03 per diluted share and includes estimated closing charges and an operating loss related to MARTIN+OSA of approximately \$0.13 per diluted share as outlined in the table below. This guidance excludes the potential impact of severance and investment security charges. Second quarter guidance compares to adjusted EPS of \$0.18 per diluted share for the second quarter ended August 1, 2009, which excludes a tax benefit, a non-cash, non-operating foreign currency loss and an operating loss related to MARTIN+OSA as outlined in the table below.

During the month, the company repurchased 6.7 million shares, bringing the year-to-date total to 10.7 million shares for a total of \$153 million. This leaves 19.3 million shares remaining under the current authorization.

To access the company's recorded monthly sales commentary, please dial (866) 514-0390, or internationally dial (585) 267-8021.

#### Non-GAAP Measures

This press release includes information on non-GAAP earnings per diluted share ("non-GAAP" or "adjusted"). This measure is not based on any standardized methodology prescribed by U.S. generally accepted accounting principles ("GAAP") and is not necessarily comparable to similar measures presented by other companies. The company believes that this non-GAAP information is useful as an additional means for investors to evaluate the company's operating performance, when reviewed in conjunction with the company's GAAP financial statements. This amount is not determined in accordance with GAAP and therefore, should not be used exclusively in evaluating the company's business and operations.

**AMERICAN EAGLE OUTFITTERS, INC.**  
**GAAP to Non-GAAP reconciliation**  
(unaudited)

	<b>13 Weeks Ending</b>		<b>13 Weeks Ended</b>
	<b>July 31, 2010</b>	<b>July 31, 2010</b>	<b>August 1, 2009</b>
	<i>Low Range</i>	<i>High Range</i>	
Diluted EPS on a GAAP basis	(\$0.01)	\$0.03	\$0.14
Add back: MARTIN+OSA operating loss and shut down costs	0.13	0.13	0.04
	0.12	0.16	0.18
Deduct: Tax benefit	-	-	(0.02)
Add back: Non-cash, non-operating foreign currency loss	-	-	0.02
Non-GAAP Diluted EPS	\$0.12	\$0.16	\$0.18

American Eagle Outfitters, Inc., through its subsidiaries, ("AEO, Inc.") offers high-quality, on-trend clothing, accessories and personal care products at affordable prices. The American Eagle Outfitters brand targets 15 to 25 year old girls and guys, with 934 stores in the U.S. and Canada and online at [www.ae.com](http://www.ae.com). aerie by american eagle offers Dormwear and intimates collections for the AE girl, with 143 standalone stores in the U.S. and Canada and online at [www.aerie.com](http://www.aerie.com). The latest brand, 77kids by american eagle, is available online only at [www.77kids.com](http://www.77kids.com). 77kids offers "kid cool," durable clothing and accessories for kids ages two to 10. AE.COM, the online home of the brands of AEO, Inc. ships to 76 countries worldwide.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: This release contains forward-looking statements, which represent our expectations or beliefs concerning future events, specifically regarding second quarter earnings. All forward-looking statements made by the company involve material risks and uncertainties and are subject to change based on factors beyond the company's control. Such factors include, but are not limited to the risk

that the Company's second quarter earnings expectations may not be achieved and the risks described in the Risk Factor Section of the company's Form 10-K and Form 10-Q filed with the Securities and Exchange Commission. Accordingly, the company's future performance and financial results may differ materially from those expressed or implied in any such forward-looking statements. The company does not undertake to publicly update or revise its forward-looking statements even if future changes make it clear that projected results expressed or implied will not be realized.

CONTACT: American Eagle Outfitters, Inc.

Judy Meehan, 412-432-3300

**American Eagle Outfitters, Inc.**  
**June 2010**  
**Recorded Sales Commentary dated July 8, 2010**

Good morning and welcome to the American Eagle Outfitters June 2010 Sales Commentary. This is Judy Meehan, Vice President of Investor Relations. During this call, I will make certain forward-looking statements based on our current expectations. Actual results may be materially different based on risk factors included in our quarterly and annual reports filed with the SEC.

Total sales for the five weeks ended July 3rd, 2010 increased 1% to \$249 million compared to \$246 million for the five weeks ended July 4<sup>th</sup>, 2009. Consolidated comparable store sales decreased 1%, compared to an 11% decrease for the same period last year.

June sales were below expectations. After the benefit of the Memorial Day shift, which drove sales early in the month, weak business trends persisted throughout June. This necessitated deeper promotions to clear through summer merchandise, which led to a low double-digit decline in the average unit retail price. Promotional pricing lifted unit sales, which increased in the positive mid-teens, and transactions were up in the low single-digits.

We are selling through inventory and we ended June with clearance units down to last year. AE men's and women's sales comps declined in the low single digits. Overall strength in bottoms, was offset by less consistent results in tops, primarily in women's tees and graphics.

Our initial back to school assortment arrived in stores this week, with a follow-on update arriving in time for peak back-to-school shopping in early August.

Now an update on share buy-backs. During the month, we repurchased 6.7 million shares, bringing the year-to-date total to 10.7 million shares for a total of \$153 million. This leaves 19.3 million shares remaining under the current authorization.

Based on the recent business trends and deeper promotions, we see second quarter adjusted earnings on the low end of our guidance range of \$0.12 to \$0.16 cents per diluted share. This compares to EPS of \$0.18 cents last year. This guidance excludes \$0.13 cents of estimated closing charges and an operating loss related to MARTIN+OSA. It also excludes the potential impact of severance and investment security charges.

We will announce July sales on Thursday, August 5. Thank you for your continued interest in American Eagle Outfitters.