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AMERICAN EAGLE OUTFITTERS INC

Reported by

YUNG KITTY

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/07/14 for the Period Ending 03/05/14

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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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Yung Kitty	**AMERICAN EAGLE OUTFITTERS INC [AEO]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **77 HOT METAL STREET**	3. Date of Earliest Transaction (MM/DD/YYYY) **3/5/2014**	__ **X** __ Officer (give title below) _____ Other (specify below) **EVP-Asia/Pacific**
(Street) **PITTSBURGH, PA 15203** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**3/5/2014**		**M**		**4822.0000**	**A**	**$0.0000**	**4822.0000**	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Dividend Equivalent Rights	(1)	**3/5/2014**		**M**			**115.0000**	(1)	(1)	**Common Stock, without par value**	**115.0000**	**$0.0000**	**229.0000**	**D**	
Restricted Stock Unit	(2)	**3/5/2014**		**A**		**12414.0000**		(3)	**3/5/2017**	**Common Stock, without par value**	**12414.0000**	**$0.0000**	**12414.0000**	**D**	
Restricted Stock Unit	(2)	**3/5/2014**		**M**			**4707.0000**	(3)	**4/29/2016**	**Common Stock, without par value**	**4707.0000**	**$0.0000**	**9414.0000**	**D**	
Restricted Stock Unit	(2)	**3/5/2014**		**A**		**27586.0000**		**3/5/2015**	**3/5/2015**	**Common Stock, without par value**	**27586.0000**	**$0.0000**	**27586.0000**	**D**	

Explanation of Responses:

(1) The dividend equivalent rights accrued on previously awarded restricted stock units (RSUs) which vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of American Eagle Outfitters common stock.

(2) Each restricted stock unit represents a contingent right to receive one share of American Eagle Outfitters common stock.

(3) The restricted stock units vest in three equal annual installments beginning on the first anniversary of the date of grant.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yung Kitty **77 HOT METAL STREET** **PITTSBURGH, PA 15203**			**EVP-Asia/Pacific**	

Signatures

Robert J. Tannous, Attorney-in-Fact **3/7/2014**

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

***** 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).

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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