

AMERICAN EAGLE OUTFITTERS INC

Reported by
MARKFIELD ROGER S

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/16/07 for the Period Ending 02/09/07

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

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**

OMB APPROVAL
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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,
Section 17(a) of the Public
Utility Holding Company Act of 1935 or Section 30(f) 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)
MARKFIELD ROGER S (Last) (First) (Middle)	AMERICAN EAGLE OUTFITTERS INC [AEOS]	<input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Vice Chairman
150 THORN HILL DRIVE (Street) WARRENDALE, PA 15095 (City) (State) (Zip)	3. Date of Earliest Transaction (MM/DD/YYYY) 2/9/2007	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	2/9/2007		M		100000	A	\$7.2223	313373	D
Common Stock, without par value	2/9/2007		S		76244	D	\$32.1300	237129	D
Common Stock, without par value	2/9/2007		S		23756	D	\$32.1400	213373	D
Common Stock, without par value	2/15/2007		S		10000	D	\$31.9100	203373	D
Common Stock, without par value	2/15/2007		S		6970	D	\$31.9200	196403	D
Common Stock, without par value	2/15/2007		S		10000	D	\$31.9300	186403	D
Common Stock, without par value	2/15/2007		S		30000	D	\$31.9400	156403	D
Common Stock, without par value	2/15/2007		S		42444	D	\$32.0000	113959	D
Common Stock, without par value	2/15/2007		S		10641	D	\$32.0100	103318	D
Common Stock, without par value	2/15/2007		S		900	D	\$32.0200	102418	D
Common Stock, without par value	2/15/2007		S		10800	D	\$32.0300	91618	D
Common Stock, without par value	2/15/2007		S		30000	D	\$32.0500	61618	D
Common Stock, without par value	2/15/2007		S		10000	D	\$32.0800	51618	D
Common Stock, without par value	2/15/2007		S		51468	D	\$32.2500	150	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				
Stock Option-Right to Buy	\$7.2223 (1)	2/9/2007		M		100000	(2)	8/10/2009	Common Stock, without par value	100000	\$0	1283991 (1)	D	

Explanation of Responses:

- (1) Adjusted to reflect 3-for-2 stock split on December 18, 2006.
- (2) Option vests 8/10/07 or earlier if performance criteria are met.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARKFIELD ROGER S 150 THORN HILL DRIVE WARRENDALE, PA 15095	X		Vice Chairman	

Signatures

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

2/16/2007

** 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.

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.