

# AMERICAN EAGLE OUTFITTERS INC

## FORM 8-K (Current report filing)

Filed 12/04/09 for the Period Ending 12/03/09

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

---

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

---

**FORM 8-K**

---

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

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

**December 3, 2009**

---

**AMERICAN EAGLE OUTFITTERS, INC.**

(Exact name of registrant as specified in its charter)

---

**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)

---

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))
-

---

**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 December 3, 2009, the Company issued a press release announcing, among other things, the Company's November 2009 sales. A copy of the press release is attached hereto as Exhibit 99.1. The Company's Management issued a recorded sales commentary on December 3, 2009 to review the Company's sales results for the month ended November 28, 2009. Additionally, Management provided its fourth quarter 2009 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**

(c) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1*	Press release dated December 3, 2009 announcing November sales
99.2*	November sales commentary transcript dated December 3, 2009

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

---

**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: December 4, 2009

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

---

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Description</u>
99.1*	Press release dated December 3, 2009 announcing November sales
99.2*	November sales commentary transcript dated December 3, 2009

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

---

**American Eagle Outfitters Reports November Sales Of \$270.6 Million  
Same Store Sales Decrease 2%  
Provides Fourth Quarter EPS Guidance**

Pittsburgh - December 3, 2009 -- American Eagle Outfitters, Inc. (NYSE: AEO) today announced that total sales for the four weeks ended November 28, 2009 decreased 1% to \$270.6 million, compared to \$272.8 million for the four weeks ended November 29, 2008. Comparable store sales decreased 2% for the month, compared to an 11% decrease for the same period last year.

Although store traffic remained choppy throughout November, customers responded well to the holiday assortment, leading to the company's best-ever November conversion rate. Sales results over Thanksgiving weekend were positive, delivering a comparable stores sales increase of 3% on reduced promotional activity.

Total sales for the 43 week year-to-date period ended November 28, 2009 decreased 3% to \$2.289 billion, compared to \$2.356 billion for the 43 weeks ended November 29, 2008. Comparable store sales decreased 7% for the year-to-date period compared to an 8% decline for the same period last year.

Regarding the fourth quarter outlook, the company is comfortable with its inventory position, with increases focused in strong performing businesses, including denim and woven shirts. The company is providing fourth quarter earnings guidance of \$0.29 to \$0.32 per diluted share. This guidance excludes any potential investment security or store impairment charges. This compares to non-GAAP earnings of \$0.19 per diluted share last year, which excluded impairment charges of \$0.03 per diluted share related to stores and investment securities.

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 information. 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 Ended January 31, 2009</b>
Diluted EPS on a GAAP basis	\$0.16
Add back: Impact of other-than-temporary impairment charge related to investment securities	0.01
Add back: Impact of store impairment	0.02
Non-GAAP Diluted EPS	<b>\$0.19</b>

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 952 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 137 standalone stores in the U.S. and Canada and online at [www.aerie.com](http://www.aerie.com). MARTIN + OSA provides clothing and accessories for 28 to 40 year old men and women at its 28 stores and online at [www.martinandosa.com](http://www.martinandosa.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 more than 60 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 fourth

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 fourth quarter sales and 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.**  
**November 2009**  
**Recorded Sales Commentary dated December 3, 2009**

Good morning and welcome to the American Eagle Outfitters November 2009 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 four weeks ended November 28, 2009 decreased 1% to \$270.6 million compared to \$272.8 million for the four weeks ended November 29, 2008. Consolidated comparable store sales declined 2%, compared to an 11% decrease for the same period last year.

Within the AE brand, business improved as the month progressed. We were pleased with sales over Thanksgiving weekend, which delivered a comp increase of 3%, on reduced promotional activity compared to last year. Our planned events, including the \$20 hoodie promo, were highly effective, driving increased traffic and a higher conversion rate.

Overall for the month, traffic remained choppy, yet customers responded well to the holiday assortment, leading to our best-ever November conversion rate. This resulted in an increase in average transaction counts. The average unit retail price declined in the high-single digits, reflecting planned value pricing. Markdowns were well controlled, leading to an increase in the merchandise margin in November.

AE women's comps decreased slightly, and men's declined in the mid-single digits. The best performing categories were men's and women's denim, woven shirts, graphic tees, fleece and jewelry. Underperforming areas included outerwear, men's sweaters, women's pants and handbags.

AEO direct sales declined 9% in November. However, Thanksgiving weekend, which is not included in November sales, was strong, with sales increasing in the high-teens.

We remain comfortable with our fourth quarter inventory position, with increases weighted in strong performing businesses, including denim and woven shirts. Consistent with November, we expect fourth quarter markdowns to decline compared to last year. Our current fourth quarter EPS expectation is \$0.29 to \$0.32. This excludes potential investment security and store impairment charges.

We will report December sales on Thursday, January 7<sup>th</sup>. Thank you for your continued interest in American Eagle Outfitters and have a Happy Holiday Season.