

LONDON HOWARD

Form 4

April 24, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
LONDON HOWARD

2. Issuer Name **and** Ticker or Trading
Symbol
AMERICAN EAGLE
OUTFITTERS INC [AEOS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

150 THORN HILL DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/20/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

EVP-Production & Sourcing

WARRENDALE, PA 15095

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, without par value	04/20/2006		M	23,332 A	\$ 7.025 32,957	D	
Common Stock, without par value	04/20/2006		S	11,889 D	\$ 31.56 21,068	D	
Common Stock, without par value	04/20/2006		S	643 D	\$ 31.57 20,425	D	

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Common Stock, without par value	04/20/2006	S	357	D	\$ 31.58	20,068	D
Common Stock, without par value	04/20/2006	S	800	D	\$ 31.59	19,268	D
Common Stock, without par value	04/20/2006	S	800	D	\$ 31.6	18,468	D
Common Stock, without par value	04/20/2006	S	1,843	D	\$ 31.61	16,625	D
Common Stock, without par value	04/20/2006	S	700	D	\$ 31.62	15,925	D
Common Stock, without par value	04/20/2006	S	2,471	D	\$ 31.63	13,454	D
Common Stock, without par value	04/20/2006	S	3,829	D	\$ 31.64	9,625	D

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Stock								of Shares
Option -	\$ 7.025	04/20/2006	M	23,332	<u>(1)</u>	03/04/2013	Common	
Right to							Stock,	23,332
Buy							without	
							par value	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONDON HOWARD 150 THORN HILL DRIVE WARRENDALE, PA 15095			EVP-Production & Sourcing	

Signatures

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

04/24/2006

__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) Option vests 1/3 per year beginning on the first anniversary of the date of grant.

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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