

DIAMOND SUSAN

Form 4

March 17, 2005

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DIAMOND SUSAN

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)  
1800 MOLER ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/16/2005

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

COLUMBUS, OH 43207

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 (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 |                                      |                                                    |                                |                                                                   |                  |            |                                                                                               | 3,307,364                                                | I                                                     | By Trust <u>(2)</u> |
| Common Stock, without par value | 03/16/2005                           |                                                    | M                              |                                                                   | 7,500 <u>(1)</u> | A          | \$ 7.4055 <u>(1)</u>                                                                          | 7,500                                                    | I                                                     | By Spouse           |
| Common Stock, without par value | 03/16/2005                           |                                                    | M                              |                                                                   | 7,500 <u>(1)</u> | A          | \$ 12.03 <u>(1)</u>                                                                           | 15,000                                                   | I                                                     | By Spouse           |

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|                                 |            |   |                      |   |                             |         |   |           |
|---------------------------------|------------|---|----------------------|---|-----------------------------|---------|---|-----------|
| Common Stock, without par value | 03/16/2005 | M | <u>7,500</u><br>(1)  | A | \$<br><u>12.2725</u><br>(1) | 22,500  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>7,500</u><br>(1)  | A | \$ <u>15.03</u><br>(1)      | 30,000  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>7,500</u><br>(1)  | A | \$ <u>16.21</u><br>(1)      | 37,500  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>7,500</u><br>(1)  | A | \$<br><u>19.3175</u><br>(1) | 45,000  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$<br><u>18.5209</u><br>(1) | 56,250  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$ <u>11.105</u><br>(1)     | 67,500  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$ <u>11.73</u><br>(1)      | 78,750  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$<br><u>14.7084</u><br>(1) | 90,000  | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$ <u>12.52</u><br>(1)      | 101,250 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>11,250</u><br>(1) | A | \$ <u>12.46</u><br>(1)      | 112,500 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 | M | <u>13,500</u><br>(1) | A | \$ <u>11.395</u><br>(1)     | 126,000 | I | By Spouse |
|                                 | 03/16/2005 | M |                      | A |                             | 133,500 | I |           |

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|                                 |            |  |   |              |   |                   |         |   |           |
|---------------------------------|------------|--|---|--------------|---|-------------------|---------|---|-----------|
| Common Stock, without par value |            |  |   | 7,500<br>(1) |   | \$ 8.5775<br>(1)  |         |   | By Spouse |
| Common Stock, without par value | 03/16/2005 |  | M | 7,500<br>(1) | A | \$ 8.4125<br>(1)  | 141,000 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 |  | M | 3,750<br>(1) | A | \$ 11.0075<br>(1) | 144,750 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 |  | M | 3,750<br>(1) | A | \$ 7.7025<br>(1)  | 148,500 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 |  | M | 3,750<br>(1) | A | \$ 9.55<br>(1)    | 152,250 | I | By Spouse |
| Common Stock, without par value | 03/16/2005 |  | M | 7,500<br>(1) | A | \$ 7.9125<br>(1)  | 159,750 | I | By Spouse |

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

**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.**

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 Security (Instr. 3 and 4) |                 |                       |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|-------------------------------------------------------------|-----------------|-----------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                            | Expiration Date | Title                 | Amount or Number of Shares |
| Stock Option-Right to Buy                  | \$ 11.395<br><u>(1)</u>                                | 03/16/2005                           |                                                    | M                              |                                                                                         | 13,500<br><u>(1)</u>                                     |     | 02/01/2000                                                  | 02/01/2009      | Common Stock, without | 13,500<br><u>(1)</u>       |

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|                                 |                          |            |   |                      |            |            |                                          |             |  |
|---------------------------------|--------------------------|------------|---|----------------------|------------|------------|------------------------------------------|-------------|--|
|                                 |                          |            |   |                      |            |            |                                          | par value   |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>12.46</u><br>(1)   | 03/16/2005 | M | <u>11,250</u><br>(1) | 05/03/2000 | 05/03/2009 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>12.52</u><br>(1)   | 03/16/2005 | M | <u>11,250</u><br>(1) | 08/02/2000 | 08/02/2009 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>14.7084</u><br>(1) | 03/16/2005 | M | <u>11,250</u><br>(1) | 11/01/2000 | 11/01/2009 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>11.73</u><br>(1)   | 03/16/2005 | M | <u>11,250</u><br>(1) | 02/01/2001 | 02/01/2010 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>11.105</u><br>(1)  | 03/16/2005 | M | <u>11,250</u><br>(1) | 10/30/2001 | 10/30/2010 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>15.03</u><br>(1)   | 03/16/2005 | M | <u>7,500</u><br>(1)  | 11/05/2002 | 11/05/2010 | Common<br>Stock,<br>without<br>par value | 7,5<br>(1)  |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>18.5209</u><br>(1) | 03/16/2005 | M | <u>11,250</u><br>(1) | 02/05/2002 | 02/05/2011 | Common<br>Stock,<br>without<br>par value | 11,2<br>(1) |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>19.3175</u><br>(1) | 03/16/2005 | M | <u>7,500</u><br>(1)  | 05/07/2002 | 05/07/2011 | Common<br>Stock,<br>without<br>par value | 7,5<br>(1)  |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>16.21</u><br>(1)   | 03/16/2005 | M | <u>7,500</u><br>(1)  | 08/06/2002 | 08/06/2011 | Common<br>Stock,<br>without<br>par value | 7,5<br>(1)  |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>12.2725</u><br>(1) | 03/16/2005 | M | <u>7,500</u><br>(1)  | 02/04/2003 | 02/04/2012 | Common<br>Stock,<br>without<br>par value | 7,5<br>(1)  |  |
| Stock<br>Option-Right<br>to Buy | \$ <u>12.03</u><br>(1)   | 03/16/2005 | M | <u>7,500</u><br>(1)  | 05/06/2003 | 05/06/2012 | Common<br>Stock,<br>without<br>par value | 7,5<br>(1)  |  |

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|                                 |                   |            |   |              |            |            |                                          |              |
|---------------------------------|-------------------|------------|---|--------------|------------|------------|------------------------------------------|--------------|
| Stock<br>Option-Right<br>to Buy | \$ 7.4055<br>(1)  | 03/16/2005 | M | 7,500<br>(1) | 08/05/2003 | 08/05/2012 | Common<br>Stock,<br>without<br>par value | 7,500<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 7.9125<br>(1)  | 03/16/2005 | M | 7,500<br>(1) | 11/04/2003 | 11/04/2012 | Common<br>Stock,<br>without<br>par value | 7,500<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 8.5775<br>(1)  | 03/16/2005 | M | 7,500<br>(1) | 02/03/2004 | 02/03/2013 | Common<br>Stock,<br>without<br>par value | 7,500<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 8.4125<br>(1)  | 03/16/2005 | M | 7,500<br>(1) | 05/05/2004 | 05/05/2013 | Common<br>Stock,<br>without<br>par value | 7,500<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 11.0075<br>(1) | 03/16/2005 | M | 3,750<br>(1) | 08/04/2004 | 08/04/2013 | Common<br>Stock,<br>without<br>par value | 3,750<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 7.7025<br>(1)  | 03/16/2005 | M | 3,750<br>(1) | 11/03/2004 | 11/03/2013 | Common<br>Stock,<br>without<br>par value | 3,750<br>(1) |
| Stock<br>Option-Right<br>to Buy | \$ 9.55 (1)       | 03/16/2005 | M | 3,750<br>(1) | 02/02/2005 | 02/02/2014 | Common<br>Stock,<br>without<br>par value | 3,750<br>(1) |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |         |       |
|--------------------------------------------------------|---------------|-----------|---------|-------|
|                                                        | Director      | 10% Owner | Officer | Other |
| DIAMOND SUSAN<br>1800 MOLER ROAD<br>COLUMBUS, OH 43207 |               | X         |         |       |

## Signatures

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

03/17/2005

\_\_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) Adjusted to reflect 2-for-1 stock split on March 7, 2005.

(2) Shares owned by trusts as to which Mrs. Diamond serves either as trustee or trust advisor of various family trusts. Mrs. Diamond disclaims beneficial ownership except to the extent of her pecuniary interest therein.

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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