

# FORM 4

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

OMB APPROVAL  
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[ ] 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 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |   |
|---|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>SCHOTTENSTEIN JAY L</b><br><br>(Last) (First) (Middle)<br><br><b>4300 E. FIFTH AVE.</b><br><br>(Street)<br><br><b>COLUMBUS, OH 43219</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>AMERICAN EAGLE OUTFITTERS<br/>INC [ AEO ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span><br><b>Exec Chairman &amp; CEO</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>6/21/2018</b></p>   |  | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>  |  |   |

**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 | 6/21/2018      |                                   | S                         |   | 72692.0000  | D          | \$25.4200 | (1)   | 999843.0000  | D   |                               |
| Common Stock, without par value | 6/21/2018      |                                   | S                         |   | 192880.0000   | D          | \$25.4200 | (1)   | 2611235.0000   | I   | By Schottenstein SEI, LLC     |
| Common Stock, without par value | 6/21/2018      |                                   | S                         |   | 219469.0000   | D          | \$25.4200 | (1)   | 2971202.0000   | I   | By SEI, Inc.                  |
| Common Stock, without par value | 6/21/2018      |                                   | S                         |   | 327498.0000   | D          | \$25.4200 | (1)   | 4685433.0000   | I   | By Trusts (2)                 |
| Common Stock, without par value | 6/21/2018      |                                   | S                         |   | 29667.0000  | D          | \$25.4200 | (1)   | 401643.0000  | I   | Limited Liability Company (3) |

**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 |  |  |  |  |

**Explanation of Responses:**

- (1) Price represents a weighted average of the sale price. Shares were sold at prices ranging from \$25.40 to \$25.50. Upon the request by the SEC staff, the Issuer, or a security holder of the Issuer, the reporting person will provide the full information about the number of shares sold at each separate price.
- (2) Shares owned by trusts as to which Mr. Schottenstein or his spouse serve as trustee of various family trusts.
- (3) Shares are held by a limited liability company, the members of which are trusts in which Mr. Schottenstein's wife is the sole trustee.

**Reporting Owners**

| Reporting Owner Name / Address                                  | Relationships |           |                     |       |
|---|---------------|-----------|---------------------|-------|
|   | Director      | 10% Owner | Officer             | Other |
| SCHOTTENSTEIN JAY L<br>4300 E. FIFTH AVE.<br>COLUMBUS, OH 43219 | X             |           | Exec Chairman & CEO |       |

**Signatures**

**Robert J. Tannous, Attorney-in-Fact**

**6/25/2018**

\*\*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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