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

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

1. Name and Address of Reporting Person —
Foyle Jennifer M.

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

3. Date of Earliest Transaction (MM/DD/YYYY)
5/23/2019

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
____ Director
____ 10% Owner
X Officer (give title below)
____ Other (specify below)

Global Brand President-aerie

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, without par value</td>
<td>5/23/2019</td>
<td>M</td>
<td>11472.0000</td>
<td>A $0.0000</td>
<td>75164.0000</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock, without par value</td>
<td>5/23/2019</td>
<td>F</td>
<td>6106.0000</td>
<td>D $18.4600</td>
<td>69058.0000</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivate Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivate Security</th>
<th>3. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>6. Date Exercisable and Expiration Date</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dividend Equivalent Rights</td>
<td>(1)</td>
<td>5/23/2019</td>
<td>M</td>
<td>975.0000</td>
<td>(1) (1)</td>
<td>Date Exercisable and Expiration Date</td>
<td>Common Stock, without par value 975.0000 $0.0000 3498.0000 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(2)</td>
<td>5/23/2019</td>
<td>M</td>
<td>10497.0000</td>
<td>(1) (1)</td>
<td>Date 10497.0000 $0.0000 0.0000 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) The dividend equivalent rights accrued on previously awarded restricted stock units (RSUs) which vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of American Eagle Outfitters common stock.
(2) Each restricted stock unit represents a contingent right to receive one share of American Eagle Outfitters common stock.
(3) The restricted stock units vest in three equal annual installments beginning on the first anniversary of the date of grant.

Reporting Owners

Reporting Owner Name / Address
Foyle Jennifer M.
AMERICAN EAGLE OUTFITTERS, INC.
401 5TH AVE.
NEW YORK, NY 10016

Relationships
Director 10% Owner Officer Other
Global Brand President-aerie

Signatures
** Signature of Reporting Person
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).


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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