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 *  
Rempell Michael R  
AMERICAN EAGLE OUTFITTERS, INC., 401 5TH AVE.  
NEW YORK, NY 10016  

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

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

3. Date of Earliest Transaction (MM/DD/YYYY)  
6/6/2019  

4. If Amendment, Date Original Filed (MM/DD/YYYY)  

FORM 4  

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 3 &amp; 4)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price (Instr. 4)</th>
<th>Date of Exercisable and Expiration Date</th>
<th>Derivative Security Code</th>
<th>Derivative Security Price or Exercise Price</th>
<th>Shares Beneficially Owned</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
<th>Relationship of Reporting Person(s) to Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, without par value</td>
<td>6/6/2019</td>
<td>M</td>
<td>5299.0000</td>
<td>A</td>
<td>$0.0000</td>
<td>145430.0000</td>
<td>D</td>
<td>142835.0000</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock, without par value</td>
<td>6/6/2019</td>
<td>F</td>
<td>2595.0000</td>
<td>D</td>
<td>$17.5800</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 3)</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 3 &amp; 4)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dividend Equivalent Rights</td>
<td>(2)</td>
<td>6/6/2019</td>
<td>M</td>
<td>128.0000</td>
<td>(2)</td>
<td>(2)</td>
<td>Common Stock, without par value</td>
<td>128.0000</td>
<td>$0.0000</td>
<td>1420.0000</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(3)</td>
<td>6/6/2019</td>
<td>M</td>
<td>5171.0000</td>
<td>(4)</td>
<td>6/6/2021</td>
<td>Common Stock, without par value</td>
<td>5171.0000</td>
<td>$0.0000</td>
<td>10344.0000</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(3)</td>
<td>6/6/2019</td>
<td>A</td>
<td>30148.0000</td>
<td>(4)</td>
<td>6/6/2022</td>
<td>Common Stock, without par value</td>
<td>30148.0000</td>
<td>$17.5800</td>
<td>30148.0000</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:  
(1) Total includes shares acquired pursuant to the American Eagle Outfitters, Inc. Employee Stock Purchase Plan.  
(2) 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.  
(3) Each restricted stock unit represents a contingent right to receive one share of American Eagle Outfitters common stock.  
(4) The restricted stock units vest in three equal annual installments beginning on the first anniversary of the date of grant.  

Reporting Owners  

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rempell Michael R</td>
<td></td>
</tr>
<tr>
<td>AMERICAN EAGLE OUTFITTERS, INC.</td>
<td>EVP, Chief Operations Officer</td>
</tr>
<tr>
<td>401 5TH AVE.</td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10016</td>
<td></td>
</tr>
</tbody>
</table>

**FORM 4**  

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden hours per response... 0.5
Signatures

Robert J. Tannous, Attorney-in-Fact  6/10/2019

** 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)(vi).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.