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
MCMILLAN CARY D
225 WEST WACKER DRIVE - SUITE 1600
CHICAGO, IL 60606

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

3. Date of Earliest Transaction (MM/DD/YYYY)
12/28/2018

5. Relationship of Reporting Person(s) to Issuer
__X__ Director

6. Individual or Joint/Group Filing (Check Applicable Line)
_X_ Form filed by One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</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>Common Stock, without par value</td>
<td>12/28/2018</td>
<td>A</td>
<td>742,000.00</td>
<td>742,000.00</td>
<td>$0.0000</td>
<td>103178.0000</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) Each share unit has the economic equivalent of one share of common stock. The share units become payable upon the reporting person's termination of service as a director.
(2) Shares represent dividend equivalent rights accrued on previously awarded share units.
(3) Total includes share units acquired pursuant to a special dividend and accrued dividend equivalent rights.

Reporting Owners

Reporting Owner Name / Address
MCMILLAN CARY D
225 WEST WACKER DRIVE - SUITE 1600
CHICAGO, IL 60606

Relationships
Director
10% Owner
Officer
Other

Signatures
Robert J. Tannous, Attorney-in-Fact 1/2/2019

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.
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.