**FORM 4**

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

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**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

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1. **Name and Address of Reporting Person**
   - Sable David M.
   - 77 HOT METAL STREET
   - PITTSBURGH, PA 15203

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

5. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - _____ 10% Owner
   - _____ Officer (give title below)
   - _____ Other (specify below)

6. **Date of Earliest Transaction (MM/DD/YYYY)**
   - 7/1/2020

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**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</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)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Share Units</td>
<td>7/1/2020</td>
<td>A</td>
<td>3466.0000</td>
<td>3466.0000</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>2. Conversion or Exercise Price of Derivative 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, 4 and 5)</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. 3 and 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Share Units</td>
<td>(1)</td>
<td>7/1/2020</td>
<td>A</td>
<td>3466.0000</td>
<td>$0.0000</td>
<td>38383.0000</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
<td></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. Total includes share units acquired pursuant to accrued dividend equivalent rights.

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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sable David M.</td>
<td>X</td>
</tr>
<tr>
<td>77 HOT METAL STREET</td>
<td></td>
</tr>
<tr>
<td>PITTSBURGH, PA 15203</td>
<td></td>
</tr>
</tbody>
</table>

**Signatures**

Robert J. Tannous, Attorney-in-Fact 7/6/2020

**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.