

Grover Frederick W
 Form 3
 June 23, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>^ Grover Frederick W</p> <p>(Last) (First) (Middle)</p> <p>150 THORN HILL DRIVE</p> <p>(Street)</p> <p>WARRENDALE, PA 15095</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement (Month/Day/Year)</p> <p>06/15/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMERICAN EAGLE OUTFITTERS INC [AEOS]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP-E-Commerce & AE Internat'l</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
---	--	--	---	---	--

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, without par value	3,109 ⁽¹⁾	D	^
Common Stock, without par value	5,939 ⁽²⁾	I	By 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	---	---	---

Edgar Filing: Grover Frederick W - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option - Right to Buy	Â (3)	03/04/2013	Common Stock, without par value	33,332	\$ 7.025	D	Â
Stock Option-Right to Buy	Â (4)	08/10/2009	Common Stock, without par value	45,400	\$ 10.8334	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grover Frederick W 150 THORN HILL DRIVE WARRENDALE, PA 15095	Â	Â	Â EVP-E-Commerce & AE Internat'l	Â

Signatures

By: Robert J. Tannous,
Attorney-in-Fact

06/22/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Total includes shares held in the American Eagle Outfitters, Inc. Employee Stock Purchase Plan.
The total represents the number of "shares" held in the American Eagle Outfitters, Inc. Stock Fund ("Stock Fund"), held by the Insider in
- (2) his 401(k) plan. The Stock Fund is unitized and the number of "shares" has been calculated based upon the dollar value of the Insider's account in the Stock Fund divided by the closing price of Issuer's stock on the date of valuation.
- (3) Option vests 1/3 per year beginning on the first anniversary of the date of grant.
- (4) Option vests 8/10/07 or earlier if performance criteria are met.

Â

Remarks:

EXHIBITÂ INDEX

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.