

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

AMERICAN EAGLE OUTFITTERS INC

CIK: **919012** | IRS No.: **132721761** | State of Incorpor.: **DE** | Fiscal Year End: **0202**
Type: **8-K** | Act: **34** | File No.: **001-33338** | Film No.: **081171403**
SIC: **5651** Family clothing stores

Mailing Address
77 HOT METAL STREET
PITTSBURGH PA 15203

Business Address
77 HOT METAL STREET
PITTSBURGH PA 15203
4124323300

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report
(Date of earliest event reported)

November 6, 2008

AMERICAN EAGLE OUTFITTERS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation)

1-33338
(Commission File Number)

13-2721761
(IRS Employer Identification No.)

77 Hot Metal Street
Pittsburgh, Pennsylvania
(Address of principal executive offices)

15203-2329
(Zip Code)

(412) 432-3300
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.02. Results of Operations and Financial Condition

The information in this Item 2.02 of Form 8-K, including the accompanying exhibits, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

On November 6, 2008, the Company issued a press release announcing, among other things, the Company's October 2008 sales. A copy of the press release is attached hereto as Exhibit 99.1. The Company's Management issued a recorded sales commentary on November 6, 2008 to review the Company's sales results for the month ended November 1, 2008. Additionally, Management updated its third quarter 2008 earnings guidance in both the press release and the commentary. A copy of the sales commentary transcript is attached hereto as Exhibit 99.2.

ITEM 9.01. Financial Statements and Exhibits**(c) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1*	Press release dated November 6, 2008 announcing October sales
99.2*	October sales commentary transcript dated November 6, 2008

* Such Exhibit is being "furnished" (not filed) pursuant to Item 2.02 of the Current Report on Form 8-K.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN EAGLE OUTFITTERS, INC.
(Registrant)

Date: November 7, 2008

By: /s/Joan Holstein Hilson
Joan Holstein Hilson
Executive Vice President and
Chief Financial Officer, AE Brand

EXHIBIT INDEX

Exhibit Number	Description
99.1*	Press release dated November 6, 2008 announcing October sales
99.2*	October sales commentary transcript dated November 6, 2008

* Such Exhibit is being "furnished" (not filed) pursuant to Item 2.02 of the Current Report on Form 8-K.

American Eagle Outfitters Reports October Sales Of \$204.8 Million
Same Store Sales Decrease 12%
Updates Third Quarter EPS Guidance

Pittsburgh - November 6, 2008 -- American Eagle Outfitters, Inc. (NYSE: AEO) today announced that total sales for the four weeks ended November 1, 2008 decreased 3% to \$204.8 million, compared to \$210.2 million for the four weeks ended November 3, 2007. Comparable store sales decreased 12% for the month, compared to a 3% decrease for the same period last year.

Total sales for the third quarter ended November 1, 2008 increased 1% to \$754.0 million, compared to \$744.4 million last year. Comparable store sales decreased 7% for the third quarter period compared to the same period last year.

Total sales for the year-to-date nine month period ended November 1, 2008 increased 1% to \$2.083 billion, compared to \$2.060 billion for the nine month period ended November 3, 2007. Comparable stores sales decreased 7% for the year-to-date period compared to the same period last year.

Based on October sales and operating results, the company now expects third quarter EPS to be approximately \$0.30 compared to \$0.45 last year. This guidance does not include the impact of an other-than-temporary impairment charge relating to auction rate securities. The amount of that charge will be included in a Form 8-K filing, when the valuation is complete.

To access the company's recorded monthly sales commentary, please dial (866) 514-0390, or internationally dial (585) 267-8021.

The company will announce third quarter earnings on Tuesday, November 25th. Management will host a conference call at 9:00 a.m. Eastern Time that morning. To listen to the call, please dial 1-877-407-0789. The call can also be accessed through ae.com.

American Eagle Outfitters, Inc., through its subsidiaries, ("AEO, Inc.") offers high-quality, on-trend clothing, accessories and personal care products at affordable prices. The American Eagle Outfitters brand targets 15 to 25 year old girls and guys, with 958 stores in the U.S. and Canada and online at www.ae.com. aerie by american eagle offers Dormwear and intimates collections for the AE girl, with 111 standalone stores in the U.S. and Canada and online at www.aerie.com. MARTIN + OSA provides Refined Casual fashions for 28 to 40 year old men and women at its 27 stores and online at www.martinandosa.com. The latest brand, 77kids by american eagle, is available online only at www.77kids.com. 77kids offers "kid cool," durable clothing and accessories for kids ages two to 10. ae.com, the online home of the brands of AEO, Inc. ships to more than 60 countries worldwide.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: This release contains forward-looking statements, which represent our expectations or beliefs concerning future events, specifically regarding third quarter earnings. All forward-looking statements made by the company involve material risks and uncertainties and are subject to change based on factors beyond the company's control. Such factors include, but are not limited to the risk that the Company's third quarter earnings expectations may not be achieved and the risks described in the Risk Factor Section of the company's Form 10-K and Form 10-Q filed with the Securities and Exchange Commission. Accordingly, the company's future performance and financial results may differ materially from those expressed or implied in any such forward-looking statements. The company does not undertake to publicly update or revise its forward-looking statements even if future changes make it clear that projected results expressed or implied will not be realized.

Contact:

American Eagle Outfitters, Inc.
Judy Meehan, 412-432-3300

American Eagle Outfitters, Inc.
October 2008
Recorded Sales Commentary Transcript dated November 6, 2008

Good morning and welcome to the American Eagle Outfitters October 2008 Sales Commentary. This is Judy Meehan, Vice President of Investor Relations. During this call, I will make certain forward-looking statements based on our current expectations. Actual results may be materially different based on risk factors included in our quarterly and annual reports filed with the SEC.

Total sales for the four weeks ended November 1, 2008 decreased 3%, to \$204.8 million compared to \$210.2 million for the four weeks ended November 3, 2007. Comparable store sales decreased 12%, compared to a 3% decline for the same period last year.

The retail environment became more challenging in October, and sales were below our range of expectations. Traffic was inconsistent throughout the month, with particular softness at the beginning of October and during the final weekend, which included Halloween. With that said, customers continued to respond to our strong promotional stance, and inventory is consistent with our expectation. Demand for women's apparel remained weak, and comps declined 20% in October. The men's business posted a slight comp increase in the month.

The e-commerce business continued to demonstrate strong performance. October sales increased 37%, driven by increases in both unique customer visits and conversion. On October 23rd we launched 77kids on-line to a very positive initial customer response.

We will set an updated AE holiday collection on November 19th, in time for the Thanksgiving weekend. The new line will feature gift giving items, supported by strong promotional pricing.

Based on October sales and operating results, we now expect third quarter EPS to be approximately \$0.30. This guidance does not include a charge related to the impairment of auction rate securities. The amount of that charge will be included in an 8-K filing when the valuation is complete.

We will report third quarter financial results on Tuesday, November 25th, and management will host a conference call at 9:00am eastern time. To listen to the call, please dial 1-877-407-0789.

Thank you for your continued interest in American Eagle Outfitters.