

AMERICAN EAGLE OUTFITTERS INC

Form 8-K

December 21, 2015

**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)**

**December 17, 2015**

**AMERICAN EAGLE OUTFITTERS, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction)**

**1-33338**  
**(Commission)**

**13-2721761**  
**(IRS Employer)**

**of incorporation)**

**File Number)**

**Identification No.)**

**77 Hot Metal Street**

**Pittsburgh, Pennsylvania**

**15203-2329**

**(Address of principal executive offices)**

**(Zip Code)**

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

**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:

- .. 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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 21, 2015, American Eagle Outfitters, Inc. (the Company) announced that Roger S. Markfield has resigned from the Company's Board of Directors, effective as of December 17, 2015.

Following Mr. Markfield's resignation from the Board of Directors of the Company, the Board of Directors has reduced the number of directors from 8 to 7.

**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: December 21, 2015

By: /s/ Charles P. Sandel  
Charles P. Sandel

Senior Vice President, General Counsel

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