

AMERICAN EAGLE OUTFITTERS INC

Form 8-K

March 26, 2007

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)

March 21, 2007

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.)

150 Thorn Hill Drive
Warrendale, Pennsylvania
(Address of principal executive offices)

15086-7528
(Zip Code)

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(724) 776-4857

(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))

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

On March 21, 2007, American Eagle Outfitters, Inc. (the "Company") entered into an Employment Agreement (the "Agreement") with Roger Markfield. The Agreement changes the payment terms, but not the amount, for his salary during fiscal 2007 by providing for the accumulation of the first six months of salary to be paid in a lump sum in August, 2007. The Agreement also adds paragraph 7.11 relating to Internal Revenue Code Section 409A. Otherwise, the Agreement is the same as the Employment Agreement between the Company and Mr. Markfield, dated May 16, 2005. A copy of Mr. Markfield's Agreement is attached hereto as exhibit 10.1 and is incorporated herein by reference.

ITEM 9.01. Financial Statements and Exhibits

10.1 Employment Agreement between the Company and Roger S. Markfield, dated March 21, 2007

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.

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
10.1	Employment Agreement between the Company and Roger S. Markfield, dated March 21, 2007
