

New York & Company, Inc.
 Form 4
 June 14, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
 Crystal Richard P

(Last) (First) (Middle)
 450 W. 33RD ST., 5TH FLOOR
 (Street)

NEW YORK, NY 10001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 New York & Company, Inc. [NWY]

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/10/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, CEO & President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock ⁽¹⁾ | 06/10/2005 | | M | | 2,300 | A | \$ 0.11 |
| Common Stock ⁽¹⁾ | 06/10/2005 | | S | | 2,300 | D | \$ 18.5 |
| Common Stock ⁽¹⁾ | 06/13/2005 | | M | | 20,000 | A | \$ 0.11 |
| Common Stock ⁽¹⁾ | 06/13/2005 | | S | | 20,000 | D | \$ 18.5 |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Options to Purchase Common Stock ⁽¹⁾ _{(2) (3)} | \$ 0.11 | 06/10/2005 | | M | 2,300 | ⁽⁴⁾ 11/27/2012 | Common Stock 2,300 |
| Options to purchase Common Stock | \$ 3.23 | | | | | ⁽⁴⁾ 02/01/2014 | Common Stock 157,856 |
| Options to purchase Common Stock | \$ 3.23 | | | | | ⁽⁴⁾ 05/14/2014 | Common Stock 504,529 |
| Options to Purchase Common Stock ⁽¹⁾ _{(2) (3)} | \$ 0.11 | 06/13/2005 | | M | 20,000 | ⁽⁴⁾ 11/27/2012 | Common Stock 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Crystal Richard P 450 W. 33RD ST. | X | | Chairman, CEO & President | |

5TH FLOOR
NEW YORK, NY 10001

Signatures

Ronald W. Ristau, attorney in fact /s/ Ronald W.
Ristau

06/14/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) This exercise of options to purchase Common Stock and the sale of Common Stock are pursuant to the reporting person's 10b5-1 Plan which commenced on June 8, 2005 under Rule 10b5-1 under the Securities Exchange Act of 1934.
- (2) Reporting person has exercised a portion of his beneficially owned Options to purchase Common Stock.
- (3) The options exercised on June 10, 2005 and June 13, 2005 are from the stock option grant to the reporting person on November 27, 2002.
- (4) The options to purchase common stock are currently exercisable.

Remarks:

Except as outlined above, the filing of this Form shall not be deemed an admission that the reporting person is the beneficial owner of the securities.

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.