ABERCROMBIE & FITCH CO /DE/

Form 4 July 13, 2005

FORM 4

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

OMB APPROVAL

OMB

Number 3235-0287

Estimated average

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: 3235-0267 Expires: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Per- JEFFRIES MICHAEL S | 2. Issuer Name and Ticker or Trading Symbol ABERCROMBIE & FITCH CO /DE/ [ANF] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|--|
| (Last) (First) (Midden 6301 FITCH PATH | e) 3. Date of Earliest Transaction (Month/Day/Year) 07/11/2005 | _X Director 10% OwnerX Officer (give title Other (specify below) Chairman and CEO |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person |
| NEW ALBANY, OH 43054 | | Form filed by More than One Reporting Person |

(City) (State) (Zip) 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. Securit or(A) or Dis (Instr. 3, 4 | sposed | of (D) | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership |
| | | | Code V | Amount | (A) or (D) | Price | Following Reported Transaction(s) (Instr. 3 and 4) | or Indirect (I) (Instr. 4) | (Instr. 4) |
| Class A Common Stock | | | | | | | 800 | I | By Custodian For Child |
| Class A Common Stock | 07/11/2005 | | S | 200 | D | \$ 72.37 | 1,381,702 | D | |
| Class A Common Stock | 07/11/2005 | | S | 3,200 | D | \$ 72.39 | 1,378,502 | D | |
| Class A Common | 07/11/2005 | | S | 16,900 | D | \$ 72.4 | 1,361,602 | D | |

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| Stock | | | | | | | |
|----------------------------|------------|---|-------|---|-------------|-----------|---|
| Class A Common Stock | 07/11/2005 | S | 200 | D | \$ 72.41 | 1,361,402 | D |
| Class A Common Stock | 07/11/2005 | S | 800 | D | \$ 72.42 | 1,360,602 | D |
| Class A Common Stock | 07/11/2005 | S | 1,000 | D | \$ 72.44 | 1,359,602 | D |
| Class A Common Stock | 07/11/2005 | S | 1,700 | D | \$ 72.45 | 1,357,902 | D |
| Class A Common Stock | 07/11/2005 | S | 200 | D | \$ 72.46 | 1,357,702 | D |
| Class A Common Stock | 07/11/2005 | S | 1,500 | D | \$ 72.47 | 1,356,202 | D |
| Class A Common Stock | 07/11/2005 | S | 900 | D | \$ 72.48 | 1,355,302 | D |
| Class A Common Stock | 07/11/2005 | S | 400 | D | \$ 72.52 | 1,354,902 | D |
| Class A Common Stock | 07/11/2005 | S | 400 | D | \$ 72.6 | 1,354,502 | D |
| Class A Common Stock | 07/11/2005 | S | 1,900 | D | \$ 72.61 | 1,352,602 | D |
| Class A Common Stock | 07/11/2005 | S | 400 | D | \$ 72.65 | 1,352,202 | D |
| Class A Common Stock | 07/11/2005 | S | 100 | D | \$ 72.67 | 1,352,102 | D |
| Class A Common Stock | 07/11/2005 | S | 100 | D | \$ 72.68 | 1,352,002 | D |
| Class A Common Stock | 07/11/2005 | S | 2,600 | D | \$ 72.7 | 1,349,402 | D |

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| Class A Common Stock | 07/11/2005 | S | 100 | D | \$ 72.71 | 1,349,302 | D |
|----------------------------|------------|---|--------|---|-------------|-----------|---|
| Class A Common Stock | 07/11/2005 | S | 1,500 | D | \$ 72.73 | 1,347,802 | D |
| Class A Common Stock | 07/11/2005 | S | 700 | D | \$ 72.74 | 1,347,102 | D |
| Class A Common Stock | 07/11/2005 | S | 27,700 | D | \$ 72.75 | 1,319,402 | D |
| Class A Common Stock | 07/11/2005 | S | 500 | D | \$ 72.76 | 1,318,902 | D |
| Class A Common Stock | 07/11/2005 | S | 200 | D | \$ 72.77 | 1,318,702 | D |
| Class A Common Stock | 07/11/2005 | S | 300 | D | \$ 72.78 | 1,318,402 | D |
| Class A Common Stock | 07/11/2005 | S | 900 | D | \$ 72.79 | 1,317,502 | D |
| Class A Common Stock | 07/11/2005 | S | 3,600 | D | \$ 72.8 | 1,313,902 | D |
| Class A Common Stock | 07/11/2005 | S | 400 | D | \$ 72.82 | 1,313,502 | D |
| Class A Common Stock | 07/11/2005 | S | 500 | D | \$ 72.83 | 1,313,002 | D |
| Class A Common Stock | 07/11/2005 | S | 600 | D | \$ 72.84 | 1,312,402 | D |

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

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.

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

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| 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. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | | ate | 7. Titl Amou Under Securi (Instr. | nt of lying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|--|-------------|------------|---|------------------------|--|---|
| | | | | | 4, and 5) | Date | Expiration | | Amount | | |
| | | | | Code V | (A) (D) | Exercisable | Date | Title | Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|------------------|-------|--|--|--|--|
| reporting owner runner runners | Director | 10% Owner | Officer | Other | | | | |
| JEFFRIES MICHAEL S 6301 FITCH PATH NEW ALBANY, OH 43054 | X | | Chairman and CEO | | | | | |

Signatures

By: Robert J. Tannous, 07/13/2005 Attorney-in-Fact

**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).

Remarks:

This is the second Form 4 to be filed for transactions made on 7/11/05. Multiple Form 4s are being filed due to the 30 transactions 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.

Reporting Owners 4