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ABERCROMBIE & FITCH CO /DE/ Form 4 June 05, 2008 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading JEFFRIES MICHAEL S Issuer Symbol **ABERCROMBIE & FITCH CO** (Check all applicable) /DE/ [ANF] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner X_Officer (give title Other (specify (Month/Day/Year) below) below) 6301 FITCH PATH 06/04/2008 Chairman and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW ALBANY, OH 43054 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Class A \$ Common S D D 06/04/2008 2001,430,758 68.07 Stock Class A Common 06/04/2008 S 500 D 1,430,258 D 68.08 Stock Class A Common 06/04/2008 S 200 D 1,430,058 D Stock Class A S D 06/04/2008 600 D \$68.1 1,429,458 Common

Stock

Stoti							
Class A Common Stock	06/04/2008	S	100	D	\$ 68.11	1,429,358	D
Class A Common Stock	06/04/2008	S	100	D	\$ 68.12	1,429,258	D
Class A Common Stock	06/04/2008	S	600	D	\$ 68.13	1,428,658	D
Class A Common Stock	06/04/2008	S	600	D	\$ 68.14	1,428,058	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.15	1,427,558	D
Class A Common Stock	06/04/2008	S	400	D	\$ 68.16	1,427,158	D
Class A Common Stock	06/04/2008	S	400	D	\$ 68.17	1,426,758	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.18	1,426,258	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.19	1,425,758	D
Class A Common Stock	06/04/2008	S	600	D	\$ 68.2	1,425,158	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.21	1,424,658	D
Class A Common Stock	06/04/2008	S	1,300	D	\$ 68.22	1,423,358	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.23	1,422,858	D
Class A Common Stock	06/04/2008	S	800	D	\$ 68.24	1,422,058	D

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Class A Common Stock	06/04/2008	S	500	D	\$ 68.25	1,421,558	D
Class A Common Stock	06/04/2008	S	200	D	\$ 68.26	1,421,358	D
Class A Common Stock	06/04/2008	S	600	D	\$ 68.27	1,420,758	D
Class A Common Stock	06/04/2008	S	300	D	\$ 68.28	1,420,458	D
Class A Common Stock	06/04/2008	S	600	D	\$ 68.29	1,419,858	D
Class A Common Stock	06/04/2008	S	1,100	D	\$ 68.3	1,418,758	D
Class A Common Stock	06/04/2008	S	300	D	\$ 68.31	1,418,458	D
Class A Common Stock	06/04/2008	S	400	D	\$ 68.32	1,418,058	D
Class A Common Stock	06/04/2008	S	800	D	\$ 68.33	1,417,258	D
Class A Common Stock	06/04/2008	S	500	D	\$ 68.35	1,416,758 <u>(1)</u>	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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo

Disposed

(Instr. 3,

of (D)

Trans (Instr

4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
JEFFRIES MICHAEL S 6301 FITCH PATH NEW ALBANY, OH 43054	Х		Chairman and CEO					
Signatures								
By: Robert J. Tannous, Attorney-in-Fact								
<u>**</u> Signature of Reporting Person		Date						

<u>**Signature of Reporting Person</u> 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) All sales made by Mr. Jeffries and reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 19, 2007.

Remarks:

This is the third Form 4 to be filed for transactions made on June 4, 2008. 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.