ABERCROMBIE & FITCH CO /DE/

Form 4

March 10, 2008

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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)

(Ctata)

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) 6301 FITCH PATH 03/06/2008 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) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D) 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 Indirect Beneficial Ownership (Instr. 4)
Class A			Code V	Amount	` /	Price \$, , , , , , , , , , , , , , , , , , ,		
Common Stock	03/06/2008		S	200	D	74.12	1,432,458	D	
Class A Common Stock	03/06/2008		S	100	D	\$ 74.14	1,432,358	D	
Class A Common Stock	03/06/2008		S	100	D	\$ 74.5	1,428,858	D	
Class A Common	03/06/2008		S	100	D	\$ 74.51	1,428,758	D	

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Edgar Filing: ABERCROMBIE & FITCH CO /DE/ - Form 4

Stock							
Class A Common Stock	03/06/2008	S	100	D	\$ 74.52	1,428,658	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.53	1,428,558	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.55	1,428,458	D
Class A Common Stock	03/06/2008	S	300	D	\$ 74.56	1,428,158	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.57	1,427,958	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.6	1,427,858 (1)	D
Class A Common Stock	03/06/2008	S	400	D	\$ 74.15	1,431,958	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.16	1,431,858	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.18	1,431,658	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.19	1,431,458	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.2	1,431,358	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.23	1,431,258	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.24	1,431,158	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.25	1,431,058	D

Edgar Filing: ABERCROMBIE & FITCH CO /DE/ - Form 4

Class A Common Stock	03/06/2008	S	100	D	\$ 74.26	1,430,958	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.27	1,430,758	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.28	1,430,558	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.34	1,430,458	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.32	1,430,258	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.33	1,430,058	D
Class A Common Stock	03/06/2008	S	300	D	\$ 74.35	1,429,758	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.39	1,429,658	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.41	1,429,558	D
Class A Common Stock	03/06/2008	S	300	D	\$ 74.44	1,429,258	D
Class A Common Stock	03/06/2008	S	100	D	\$ 74.46	1,429,158	D
Class A Common Stock	03/06/2008	S	200	D	\$ 74.48	1,428,958	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.

SEC 1474 (9-02)

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

Edgar Filing: ABERCROMBIE & FITCH CO /DE/ - Form 4

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

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, Attorney-in-Fact 03/10/2008

**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) 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 second Form 4 to be filed for transactions made on March 6, 2008. Multiple Forms 4 are being filed due to the 30 to 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