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ABERCROMBIE & FITCH CO /DE/ Form 4 April 04, 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 04/02/2008 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 S Common D D 04/02/2008 300 1.434.258 76 78 Stock Class A Common 04/02/2008 S 300 D 1,433,958 D 76 79 Stock Class A Common 04/02/2008 S 600 D \$76.8 1,433,358 D Stock Class A S \$ D 04/02/2008 400 D 1,432,958 Common 76.81

Stock

| Storic | | | | | | | |
|----------------------------|------------|---|-----|---|-------------|-----------|---|
| Class A Common Stock | 04/02/2008 | S | 400 | D | \$ 76.82 | 1,432,558 | D |
| Class A Common Stock | 04/02/2008 | S | 500 | D | \$ 76.83 | 1,432,058 | D |
| Class A Common Stock | 04/02/2008 | S | 500 | D | \$ 76.84 | 1,431,558 | D |
| Class A Common Stock | 04/02/2008 | S | 400 | D | \$ 76.85 | 1,431,158 | D |
| Class A Common Stock | 04/02/2008 | S | 300 | D | \$ 76.86 | 1,430,858 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 76.87 | 1,430,258 | D |
| Class A Common Stock | 04/02/2008 | S | 500 | D | \$ 76.88 | 1,429,758 | D |
| Class A Common Stock | 04/02/2008 | S | 500 | D | \$ 76.89 | 1,429,258 | D |
| Class A Common Stock | 04/02/2008 | S | 100 | D | \$ 76.9 | 1,429,158 | D |
| Class A Common Stock | 04/02/2008 | S | 400 | D | \$ 76.92 | 1,428,758 | D |
| Class A Common Stock | 04/02/2008 | S | 800 | D | \$ 76.93 | 1,427,958 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 76.94 | 1,427,358 | D |
| Class A Common Stock | 04/02/2008 | S | 300 | D | \$ 76.95 | 1,427,058 | D |
| Class A Common Stock | 04/02/2008 | S | 400 | D | \$ 76.96 | 1,426,658 | D |

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| Class A Common Stock | 04/02/2008 | S | 100 | D | \$ 76.97 | 1,426,558 | D |
|----------------------------|------------|---|-------|---|-------------|----------------------|---|
| Class A Common Stock | 04/02/2008 | S | 100 | D | \$ 76.98 | 1,426,458 | D |
| Class A Common Stock | 04/02/2008 | S | 300 | D | \$ 76.99 | 1,426,158 | D |
| Class A Common Stock | 04/02/2008 | S | 1,200 | D | \$ 77 | 1,424,958 | D |
| Class A Common Stock | 04/02/2008 | S | 400 | D | \$ 77.01 | 1,424,558 | D |
| Class A Common Stock | 04/02/2008 | S | 800 | D | \$ 77.02 | 1,423,758 | D |
| Class A Common Stock | 04/02/2008 | S | 700 | D | \$ 77.05 | 1,423,058 | D |
| Class A Common Stock | 04/02/2008 | S | 200 | D | \$ 77.06 | 1,422,858 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 77.07 | 1,422,258 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 77.08 | 1,421,658 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 77.09 | 1,421,058 | D |
| Class A Common Stock | 04/02/2008 | S | 600 | D | \$ 77.11 | 1,420,458 <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 Derivati Security (Instr. 3 | ive Conversion or Exercise | · · · · · · | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transac Code (Instr. 8 | 5. tionNumber of) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ; | Date | Amou Unde Secur | le and unt of rlying rities : 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|-------------------------------|-------------|---|------------------------------------|---|---------------------|--------------------|-----------------------|--|---|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|------------------|-------|--|--|--|--|
| | 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 | | 04/04/2 | 2008 | | | | | |
| <u>**</u> 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).
- 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 (1) person on September 19, 2007.

Remarks:

This is the second Form 4 to be filed for transactions made on April 2, 2008. Multiple Forms 4 are being filed due to the 30 tr

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.