

ABERCROMBIE & FITCH CO /DE/

Form 4

June 06, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRIFFIN ARCHIE M

(Last) (First) (Middle)

THE OHIO STATE UNIV ALUMNI
ASSOC, INC., 2200 OLENTANGY
RIVER ROAD

(Street)

COLUMBUS, OH 432101035

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ABERCROMBIE & FITCH CO
/DE/ [ANF]

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

06/03/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	06/03/2005		M		4,000	A	\$ 29.47	6,365	D	
Class A Common Stock	06/03/2005		M		4,000	A	\$ 25	10,365	D	
Class A Common Stock	06/03/2005		M		4,000	A	\$ 27.01	14,365	D	

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Class A Common Stock	06/03/2005	S	12,000	D	\$ 64.82	2,365	D
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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)		8. Filing Date (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to Buy	\$ 29.47	06/03/2005		M		4,000		<u>(1)</u>	02/05/2011	Class A Common Stock	4,000
Stock Option - Right to Buy	\$ 25	06/03/2005		M		4,000		<u>(2)</u>	02/04/2012	Class A Common Stock	4,000
Stock Option - Right to Buy	\$ 27.01	06/03/2005		M		4,000		<u>(2)</u>	05/22/2013	Class A Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GRIFFIN ARCHIE M THE OHIO STATE UNIV ALUMNI ASSOC, INC. 2200 OLENTANGY RIVER ROAD COLUMBUS, OH 432101035	X

Signatures

By: Robert J. Tannous,
Attorney-in-Fact

06/06/2005

__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) Option vests 25% per year beginning on the first anniversary of the date of grant.
- (2) Option vests 25% per year beginning on the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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