

ONEILL LESLEE K

Form 4

June 08, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ONEILL LESLEE K

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) (Middle)

6301 FITCH PATH

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/04/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

EVP-Planning &amp; Allocation

NEW ALBANY, OH 43054

(City) (State) (Zip)

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  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            | 03/04/2005                              |                                                             | M                                    | 103,700                                                                 | A \$<br>40.375                                                                                                     | 171,597                                                                 | D                                                                 |
| Class A<br>Common<br>Stock            | 03/04/2005                              |                                                             | S                                    | 23,900                                                                  | D \$ 56.8                                                                                                          | 147,697                                                                 | D                                                                 |
| Class A<br>Common<br>Stock            | 03/04/2005                              |                                                             | S                                    | 9,400                                                                   | D \$ 56.82                                                                                                         | 138,297                                                                 | D                                                                 |
| Class A<br>Common                     | 03/04/2005                              |                                                             | S                                    | 400                                                                     | D \$ 56.85                                                                                                         | 137,897                                                                 | D                                                                 |

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Stock

|                            |            |   |        |   |           |         |   |
|----------------------------|------------|---|--------|---|-----------|---------|---|
| Class A<br>Common<br>Stock | 03/04/2005 | S | 1,300  | D | \$ 56.86  | 136,597 | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 18,500 | D | \$ 56.87  | 118,097 | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 10,200 | D | \$ 56.88  | 107,897 | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 900    | D | \$ 56.89  | 106,997 | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 13,600 | D | \$ 56.9   | 93,397  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 1,800  | D | \$ 56.91  | 91,597  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 300    | D | \$ 56.92  | 91,297  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 7,100  | D | \$ 56.93  | 84,197  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 1,300  | D | \$ 56.94  | 82,897  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 700    | D | \$ 56.96  | 82,197  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 4,400  | D | \$ 56.97  | 77,797  | D |
| Class A<br>Common<br>Stock | 03/04/2005 | S | 9,900  | D | \$ 56.98  | 67,897  | D |
| Class A<br>Common<br>Stock | 03/08/2005 | M | 2,476  | A | \$ 40.375 | 70,373  | D |
| Class A<br>Common<br>Stock | 03/08/2005 | M | 2      | A | \$ 15.25  | 70,375  | D |

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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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                            |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|----------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |
| Stock<br>Option -<br>Right to<br>Buy                | \$ 40.375                                                          | 03/04/2005                              |                                                             | M                                    |                                                                                                           | 103,700                                                        |     | <u>(1)</u>                                                          | 03/02/2009         | Class A<br>Common<br>Stock | 103,700                          |
| Stock<br>Option -<br>Right to<br>Buy                | \$ 40.375                                                          | 03/08/2005                              |                                                             | M                                    |                                                                                                           | 2,476                                                          |     | <u>(1)</u>                                                          | 03/02/2009         | Class A<br>Common<br>Stock | 2,476                            |
| Stock<br>Option -<br>Right to<br>Buy                | \$ 15.25                                                           | 03/08/2005                              |                                                             | M                                    |                                                                                                           | 2                                                              |     | <u>(2)</u>                                                          | 02/16/2010         | Class A<br>Common<br>Stock | 2                                |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships                                                 |
|------------------------------------------------------------|---------------------------------------------------------------|
| ONEILL LESLEE K<br>6301 FITCH PATH<br>NEW ALBANY, OH 43054 | Director 10% Owner Officer Other<br>EVP-Planning & Allocation |

## 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 10% on the 1st, 2nd, 3rd anniversaries of date of grant; 15% on the 4th anniversary; 20% on the 5th anniversary and 35% on the 6th anniversary.
- (2) Option vests 25% per year beginning on the first anniversary of 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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