

GRIFFIN ARCHIE M
Form 4
February 27, 2007

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

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)

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

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

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

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(Street)
COLUMBUS, OH 432101035

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	02/23/2007		M		4,000	A	\$ 28.28
Class A Common Stock	02/23/2007		M		16,000	A	\$ 27.01
Class A Common Stock	02/23/2007		S		200	D	\$ 79.34

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Class A Common Stock	02/23/2007	S	100	D	\$ 79.35	22,065	D
Class A Common Stock	02/23/2007	S	884	D	\$ 79.36	21,181	D
Class A Common Stock	02/23/2007	S	1,576	D	\$ 79.37	19,605	D
Class A Common Stock	02/23/2007	S	1,040	D	\$ 79.38	18,565	D
Class A Common Stock	02/23/2007	S	900	D	\$ 79.39	17,665	D
Class A Common Stock	02/23/2007	S	1,300	D	\$ 79.4	16,365	D
Class A Common Stock	02/23/2007	S	1,900	D	\$ 79.41	14,465	D
Class A Common Stock	02/23/2007	S	900	D	\$ 79.42	13,565	D
Class A Common Stock	02/23/2007	S	2,500	D	\$ 79.43	11,065	D
Class A Common Stock	02/23/2007	S	1,400	D	\$ 79.45	9,665	D
Class A Common Stock	02/23/2007	S	1,500	D	\$ 79.46	8,165	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.47	8,065	D
Class A Common Stock	02/23/2007	S	1,300	D	\$ 79.49	6,765	D
Class A Common Stock	02/23/2007	S	1,675	D	\$ 79.5	5,090	D
Class A Common	02/23/2007	S	700	D	\$ 79.51	4,390	D

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Stock								
Class A Common Stock	02/23/2007		S	100	D	\$ 79.52	4,290	D
Class A Common Stock	02/23/2007		S	700	D	\$ 79.53	3,590	D
Class A Common Stock	02/23/2007		S	425	D	\$ 79.54	3,165	D
Class A Common Stock	02/23/2007		S	800	D	\$ 79.55	2,365	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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)	Amount or Number of Shares
					V	(A)	(D)	Date Exercisable		
Stock Option - Right to Buy	\$ 28.28	02/23/2007		M		4,000	(4)	02/03/2013	Class A Common Stock	4,000
Stock Option - Right to Buy	\$ 27.01	02/23/2007		M		16,000	(4)	05/22/2013	Class A Common Stock	16,000
Phantom Stock	(1)	02/23/2007		A		2,394	(2)	(2)	Class A Common Stock	2,394
Restricted Stock Unit	(1)	02/23/2007		M		2,394	(3)	08/21/2006	Class A Common Stock	2,394

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

02/27/2007

__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) This award converts to common stock on a 1-for-1 basis.
- (2) The shares of phantom stock become payable upon the reporting person's termination of service as a director.
- (3) Restricted Stock Unit vests on the latter of (i) 8/21/06 or (ii) the first open window trading date following the first anniversary of the grant date.
- (4) 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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