

ABERCROMBIE & FITCH CO /DE/
Form 4
February 17, 2005

FORM 4

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

OMB APPROVAL

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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 *
LEINO DAVID L

(Last) (First) (Middle)
6301 FITCH PATH
(Street)

NEW ALBANY, OH 43054

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2005

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)
SVP-Director of Stores

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	(D)	Price
Class A Common Stock	02/16/2005		M		1,672	A	\$ 37.6875
Class A Common Stock	02/16/2005		M		352	A	\$ 20.8125
Class A Common Stock	02/16/2005		M		6,132	A	\$ 30.18
Class A Common	02/16/2005		M		65	A	\$ 29.47
					22,030		

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Stock								
Class A Common Stock	02/16/2005	M	2,195	A	\$ 25	24,225	D	
Class A Common Stock	02/16/2005	M	25,000	A	\$ 26.64	49,225	D	
Class A Common Stock	02/16/2005	M	538	A	\$ 26.98	49,763	D	
Class A Common Stock	02/16/2005	S	6,700	D	\$ 52.08	43,063	D	
Class A Common Stock	02/16/2005	S	200	D	\$ 52.1	42,863	D	
Class A Common Stock	02/16/2005	S	300	D	\$ 52.14	42,563	D	
Class A Common Stock	02/16/2005	S	4,000	D	\$ 52.15	38,563	D	
Class A Common Stock	02/16/2005	S	100	D	\$ 52.16	38,463	D	
Class A Common Stock	02/16/2005	S	300	D	\$ 52.17	38,163	D	
Class A Common Stock	02/16/2005	S	22,300	D	\$ 52.2	15,863	D	
Class A Common Stock	02/16/2005	S	2,000	D	\$ 52.3	13,863	D	
Class A Common Stock	02/16/2005	S	54	D	\$ 52.31	13,809	D	
Class A Common Stock						13	I	By 401(k)

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**

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(9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option - Right to Buy	\$ 37.6875	02/16/2005		M	1,672	02/01/2003 02/01/2009	Class A Common Stock 1,672
Stock Option - Right to Buy	\$ 20.8125	02/16/2005		M	352	<u>(1)</u> 02/01/2010	Class A Common Stock 352
Stock Option - Right to Buy	\$ 30.18	02/16/2005		M	6,132	<u>(1)</u> 02/01/2011	Class A Common Stock 6,132
Stock Option - Right to Buy	\$ 29.47	02/16/2005		M	65	<u>(1)</u> 02/05/2011	Class A Common Stock 65
Stock Option - Right to Buy	\$ 25	02/16/2005		M	2,195	<u>(2)</u> 02/04/2012	Class A Common Stock 2,195
Stock Option - Right to Buy	\$ 26.64	02/16/2005		M	25,000	<u>(1)</u> 02/28/2012	Class A Common Stock 25,000
Stock Option - Right to Buy	\$ 26.98	02/16/2005		M	538	<u>(1)</u> 02/14/2013	Class A Common Stock 538

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEINO DAVID L 6301 FITCH PATH NEW ALBANY, OH 43054			SVP-Director of Stores	

Signatures

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

02/17/2005

__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. 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.