

ABERCROMBIE & FITCH CO /DE/

Form 4

March 11, 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 *
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)
03/10/2005

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

SVP-Planning & 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 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	03/10/2005		M		2,142	A	\$ 37.6875	70,039	D
Class A Common Stock	03/10/2005		M		8,748	A	\$ 15.25	78,787	D
Class A Common Stock	03/10/2005		M		876	A	\$ 30.18	79,663	D
Class A Common	03/10/2005		M		17	A	\$ 29.47	79,680	D

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Stock

Class A Common Stock	03/10/2005	M	749	A	\$ 25	80,429	D
Class A Common Stock	03/10/2005	M	2,721	A	\$ 26.64	83,150	D
Class A Common Stock	03/10/2005	M	606	A	\$ 26.98	83,756	D
Class A Common Stock	03/10/2005	S	1,800	D	\$ 56.17	81,956	D
Class A Common Stock	03/10/2005	S	9,000	D	\$ 56.2	72,956	D
Class A Common Stock	03/10/2005	S	1,500	D	\$ 56.22	71,456	D
Class A Common Stock	03/10/2005	S	5,000	D	\$ 56.23	66,456	D
Class A Common Stock	03/10/2005	S	1,000	D	\$ 56.24	65,456	D

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. Amount or Number of	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

									Shares
Stock Option - Right to Buy	\$ 37.6875	03/10/2005	M	2,142	02/01/2003	02/01/2009	Class A Common Stock	2,142	
Stock Option - Right to Buy	\$ 15.25	03/10/2005	M	8,748	<u>(1)</u>	02/16/2010	Class A Common Stock	8,748	
Stock Option - Right to Buy	\$ 30.18	03/10/2005	M	876	<u>(1)</u>	02/01/2011	Class A Common Stock	876	
Stock Option - Right to Buy	\$ 29.47	03/10/2005	M	17	<u>(1)</u>	02/05/2011	Class A Common Stock	17	
Stock Option - Right to Buy	\$ 25	03/10/2005	M	749	<u>(2)</u>	02/04/2012	Class A Common Stock	749	
Stock Option - Right to Buy	\$ 26.64	03/10/2005	M	2,721	<u>(1)</u>	02/28/2012	Class A Common Stock	2,721	
Stock Option - Right to Buy	\$ 26.98	03/10/2005	M	606	<u>(1)</u>	02/14/2013	Class A Common Stock	606	

Reporting Owners

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

Signatures

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

03/11/2005

__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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