

BACHMANN JAMES B
Form 4
February 27, 2007

FORM 4

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

OMB APPROVAL

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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 *
BACHMANN JAMES B

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)
02/23/2007

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

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)
 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	02/23/2007		M		2,500 A \$ 39.09	4,712	D
Class A Common Stock	02/23/2007		M		2,500 A \$ 54.89	7,212	D
Class A Common Stock	02/23/2007		M		2,394 A \$ 0	9,606	D
Class A Common	02/23/2007		S		1,900 D \$ 79.22	7,706	D

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Stock							
Class A Common Stock	02/23/2007	S	300	D	\$ 79.24	7,406	D
Class A Common Stock	02/23/2007	S	1,212	D	\$ 79.25	6,194	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.27	6,094	D
Class A Common Stock	02/23/2007	S	1,200	D	\$ 79.31	4,894	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.33	4,794	D
Class A Common Stock	02/23/2007	S	400	D	\$ 79.34	4,394	D
Class A Common Stock	02/23/2007	S	300	D	\$ 79.35	4,094	D
Class A Common Stock	02/23/2007	S	300	D	\$ 79.39	3,794	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.4	3,694	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.48	3,594	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.5	3,494	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.26	3,394	D
Class A Common Stock	02/26/2007	S	2,394	D	\$ 79.65	1,000	D

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)

required to respond unless the form displays a currently valid OMB control number.

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
Restricted Stock Unit	(1)	02/23/2007		M	2,394	(2)	08/21/2006	Class A Common Stock	2,394
Stock Option - Right to Buy	\$ 39.09	02/23/2007		M	2,500	11/01/2005	11/01/2014	Class A Common Stock	2,500
Stock Option - Right to Buy	\$ 54.89	02/23/2007		M	2,500	05/02/2006	05/02/2015	Class A Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BACHMANN JAMES B 6301 FITCH PATH NEW ALBANY, OH 43054		X		

Signatures

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

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- (1) This award converts to common stock on a 1-for-1 basis.
- (2) 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.

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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