

ABERCROMBIE & FITCH CO /DE/  
Form 4/A  
June 12, 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 \*  
**KESSLER JOHN W**

(Last) (First) (Middle)

**THE NEW ALBANY  
COMPANY, 220 MARKET  
SQUARE, SUITE 200**

(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)  
**02/23/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**02/27/2007**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)	(A) or (D)	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	Price	
Class A Common Stock	02/23/2007		M	8,500	A	\$ 24.31	13,516	D
Class A Common Stock	02/23/2007		M	10,000	A	\$ 24.2812	23,516	D
Class A Common Stock	02/23/2007		S	18,500	D	\$ 79.35	5,016	D

Class A Common Stock	02/23/2007	G	V	900	D	\$ 0	4,116	D
Class A Common Stock	02/23/2007	M		2,394	A	\$ 0	6,510	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 required to respond unless the form displays a currently valid OMB control number.**

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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)
				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	\$ 24.2812	02/23/2007		M	10,000	07/16/2002 07/16/2008	Class A Common Stock 10,000
Stock Option - Right to Buy	\$ 24.31	02/23/2007		M	8,500	(3) 11/15/2011	Class A Common Stock 8,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KESSLER JOHN W THE NEW ALBANY COMPANY 220 MARKET SQUARE, SUITE 200 NEW ALBANY, OH 43054	X			

## Signatures

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

06/12/2007

\_\_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) 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.
- (3) 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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