

ABERCROMBIE & FITCH CO /DE/
 Form 4
 July 19, 2005

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 *
JEFFRIES MICHAEL S

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)
07/15/2005

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	07/15/2005		M		\$ 111,100 23.41	1,467,802	D
Class A Common Stock	07/15/2005		S		\$ 38,200 69.75	1,429,602	D
Class A Common Stock	07/15/2005		S		\$ 3,100 69.76	1,426,502	D
Class A Common	07/15/2005		S		\$ 8,200 69.77	1,418,302	D

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Stock

Class A Common Stock	07/15/2005	S	9,000	D	\$ 69.78	1,409,302	D	
Class A Common Stock	07/15/2005	S	8,100	D	\$ 69.79	1,401,202	D	
Class A Common Stock	07/15/2005	S	17,700	D	\$ 69.8	1,383,502	D	
Class A Common Stock	07/15/2005	S	1,500	D	\$ 69.81	1,382,002	D	
Class A Common Stock	07/15/2005	S	500	D	\$ 69.82	1,381,502	D	
Class A Common Stock	07/15/2005	S	800	D	\$ 69.83	1,380,702	D	
Class A Common Stock	07/15/2005	S	5,300	D	\$ 69.84	1,375,402	D	
Class A Common Stock	07/15/2005	S	15,800	D	\$ 69.85	1,359,602	D	
Class A Common Stock	07/15/2005	S	1,700	D	\$ 69.86	1,357,902	D	
Class A Common Stock	07/15/2005	S	200	D	\$ 69.9	1,357,702	D	
Class A Common Stock	07/15/2005	S	1,000	D	\$ 69.91	1,356,702	D	
Class A Common Stock						800	I	By Custodian For Child

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	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	\$ 23.41	07/15/2005		M	111,100	(1) 08/01/2008	Class A Common Stock 111,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JEFFRIES MICHAEL S 6301 FITCH PATH NEW ALBANY, OH 43054	X		Chairman and CEO	

Signatures

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

07/19/2005

__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 20% per year beginning on the second 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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