

ABERCROMBIE & FITCH CO /DE/
Form 4
May 20, 2008

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)
05/19/2008

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)

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)
				(A) or (D)	Price		
Class A Common Stock	05/19/2008		M	3,800 A	\$ 24.31	7,104	D
Class A Common Stock	05/19/2008		M	4,000 A	\$ 29.47	11,104	D
Class A Common Stock	05/19/2008		S	1,000 D	\$ 75.4	10,104	D

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Class A Common Stock	05/19/2008	S	100	D	\$ 75.41	10,004	D
Class A Common Stock	05/19/2008	S	100	D	\$ 75.42	9,904	D
Class A Common Stock	05/19/2008	S	1,400	D	\$ 75.43	8,504	D
Class A Common Stock	05/19/2008	S	100	D	\$ 75.44	8,404	D
Class A Common Stock	05/19/2008	S	1,400	D	\$ 75.45	7,004	D
Class A Common Stock	05/19/2008	S	400	D	\$ 75.46	6,604	D
Class A Common Stock	05/19/2008	S	3,200	D	\$ 75.46	3,404	D
Class A Common Stock	05/19/2008	S	100	D	\$ 75.48	3,304	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

Stock Option - Right to Buy	\$ 29.47	05/19/2008	M	4,000	<u>(1)</u>	02/05/2011	Class A Common Stock	4,000
Stock Option - Right to Buy	\$ 24.31	05/19/2008	M	3,800	<u>(1)</u>	11/15/2011	Class A Common Stock	3,800

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

05/20/2008

__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.

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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