

ABERCROMBIE & FITCH CO /DE/  
Form 4/A  
March 07, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
CHANG DIANE

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)  
SVP of Sourcing

NEW ALBANY, OH 43054

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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		1,098	A \$ 25	125,716	D
Class A Common Stock	02/23/2007		M		25,000	A \$ 26.64	150,716	D
Class A Common Stock	02/23/2007		M		1,612	A \$ 26.98	152,328	D
Class A Common	02/23/2007		M		600	A \$ 37.69	152,928	D

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Stock								
Class A Common Stock	02/23/2007	M	7,500	A	\$ 29.5	160,428	D	
Class A Common Stock	02/23/2007	S	30,050	D	\$ 79.5	130,378	D	
Class A Common Stock	02/23/2007	S	400	D	\$ 79.51	129,978	D	
Class A Common Stock	02/23/2007	S	300	D	\$ 79.52	129,678	D	
Class A Common Stock	02/23/2007	S	300	D	\$ 79.53	129,378	D	
Class A Common Stock	02/23/2007	S	600	D	\$ 79.54	128,778	D	
Class A Common Stock	02/23/2007	S	500	D	\$ 79.56	128,278	D	
Class A Common Stock	02/23/2007	S	1,400	D	\$ 79.57	126,878	D	
Class A Common Stock	02/23/2007	S	800	D	\$ 79.58	126,078	D	
Class A Common Stock	02/23/2007	S	400	D	\$ 79.61	125,678	D	
Class A Common Stock	02/23/2007	S	100	D	\$ 79.64	125,578	D	
Class A Common Stock	02/23/2007	S	400	D	\$ 79.66	125,178	D	
Class A Common Stock	02/23/2007	S	300	D	\$ 79.67	124,878	D	
Class A Common Stock	02/23/2007	S	100	D	\$ 79.7	124,778	D	

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Class A Common Stock	02/23/2007	S	500	D	\$ 79.71	124,278	D
Class A Common Stock	02/23/2007	S	700	D	\$ 79.72	123,578	D
Class A Common Stock	02/23/2007	S	200	D	\$ 79.75	123,378	D
Class A Common Stock	02/23/2007	S	700	D	\$ 79.77	122,678	D
Class A Common Stock	02/23/2007	S	279	D	\$ 79.78	122,399	D
Class A Common Stock	02/23/2007	S	1,300	D	\$ 79.79	121,099	D
Class A Common Stock	02/23/2007	S	600	D	\$ 79.8	120,499	D
Class A Common Stock	02/23/2007	S	200	D	\$ 79.81	120,299	D
Class A Common Stock	02/23/2007	S	400	D	\$ 79.83	119,899	D
Class A Common Stock	02/23/2007	S	100	D	\$ 79.84	119,799	D
Class A Common Stock	02/23/2007	S	14,421	D	\$ 80	105,378	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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to Buy	\$ 37.69	02/23/2007	M	600			02/01/2003	02/01/2009			Class A Common Stock	600
Stock Option - Right to Buy	\$ 29.5	02/23/2007	M	7,500			03/06/2006	03/06/2011			Class A Common Stock	7,500
Stock Option - Right to Buy	\$ 25	02/23/2007	M	1,098			(1)	02/04/2012			Class A Common Stock	1,098
Stock Option - Right to Buy	\$ 26.64	02/23/2007	M	25,000			(2)	02/28/2012			Class A Common Stock	25,000
Stock Option - Right to Buy	\$ 26.98	02/23/2007	M	1,612			(2)	02/14/2013			Class A Common Stock	1,612

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHANG DIANE 6301 FITCH PATH NEW ALBANY, OH 43054			SVP of Sourcing	

## Signatures

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

03/06/2007

\_\_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) Option vests 25% per year beginning on the date of grant.

(2) Option vests 25% per year beginning on the first anniversary of the date of grant.

**Remarks:**

This Form 4 is being amended to correct the number of shares sold on 2/23/07.

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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