

BACHMANN JAMES B

Form 4

February 27, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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

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

(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)	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**

SEC 1474
(9-02)

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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)
				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 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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