

ABERCROMBIE & FITCH CO /DE/

Form 8-K

May 29, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 28, 2015

ABERCROMBIE & FITCH CO.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

1-12107

(Commission File Number)

31-1469076

(IRS Employer
Identification No.)

6301 Fitch Path, New Albany, Ohio 43054

(Address of principal executive offices) (Zip Code)

(614) 283-6500

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

On May 28, 2015, Abercrombie & Fitch Co. (the "Company") issued a news release (the "Release") reporting the Company's unaudited financial results for the thirteen weeks (quarterly period) ended May 2, 2015. A copy of the Release is included as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The Release contains non-GAAP financial measures reflecting adjustments to the Company's net income and net income per diluted share for the thirteen week periods (quarterly periods) ended May 2, 2015 and May 3, 2014. A reconciliation between the relevant GAAP financial measures and the non-GAAP financial measures is contained in the Release. As used herein, "GAAP" refers to accounting principles generally accepted in the United States of America.

The Company also made available in conjunction with the Release additional unaudited quarterly financial information as of and for the quarterly periods for Fiscal 2015 and 2014. Additional financial information was made available for the fiscal years ended January 31, 2015, February 1, 2014, February 2, 2013 and January 28, 2012. The additional financial information is furnished as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

The Company also made available in conjunction with the Release an investor presentation of results for the quarterly period ended May 2, 2015. The presentation, which is available under the "Investor Presentations" tab in the "Investors" section of the Company's website, located at www.abercrombie.com, is furnished as Exhibit 99.3 to this Current Report on Form 8-K and is incorporated herein by reference.

The Company's management conducted a conference call on May 28, 2015 at approximately 8:30 a.m., Eastern Daylight Saving Time, to review the Company's financial results for the thirteen week period ended May 2, 2015. A copy of the transcript of the conference call is furnished as Exhibit 99.4 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(a) through (c) Not applicable

(d) Exhibits:

The following exhibits are included with this Current Report on Form 8-K:

Exhibit No.	Description
99.1	News Release issued by Abercrombie & Fitch Co. on May 28, 2015
99.2	Additional Unaudited Quarterly and Fiscal Year Financial Information made available by Abercrombie & Fitch Co. in conjunction with the News Release on May 28, 2015
99.3	Investor presentation of results for the quarterly period ended May 2, 2015 made available by Abercrombie & Fitch Co. with the News Release on May 28, 2015
99.4	Transcript of conference call held by management of Abercrombie & Fitch Co. on May 28, 2015

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ABERCROMBIE & FITCH CO.

Dated: May 29, 2015

By: /s/ Joanne C. Crevoiserat
Joanne C. Crevoiserat
Executive Vice President and Chief
Financial Officer

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