Edgar Filing: TOO, INC. - Form 4

TOO, INC.										
Form 4	-									
February 17, 2005)							OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-02	
Check this box								Number: Expires:	January 3	1,
if no longer subject to Section 16. Form 4 or	AENT OF	CHAN	NGES IN SECUR		CIAL OV	Estimated burden ho	urs per			
Form 4 orresponse0.8Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,0.8obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Section0.8See Instruction30(h) of the Investment Company Act of 19401940										.5
(Print or Type Respon	ises)									
1. Name and Address KRAMER NANG	_	2. Issuer Name and Ticker or Trading Symbol TOO, INC. [TOO]				5. Relationship of Reporting Person(s) to Issuer				
			-	-		(Check all applicable)				
(Last) (1 343 N. FRONT S		3. Date of Earliest Transaction (Month/Day/Year) 02/15/2005			X_ Director 10% Owner Officer (give title Other (specify below) below)					
	Street)	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
COLUMBUS, O	H 43215						Person		eporting	
(City) (S	State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date th/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transaction Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (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)	
Reminder: Report on	a separate line	e for each cla	ass of secu	urities benef	ficially own	ed directly o	or indirectly.			
					Perso inform requir	ns who restation cont ation cont ed to respo ys a curre	pond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(In

Derivative Security							(A) orDispose(D)(Instr. 3, and 5)					
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 28.25	02/15/2	2005		А		8,000		<u>(1)</u>	02/15/2015	Common Stock, \$.01 par value	8,000
Reporting Owners												
Reporting Owner Name / Address				Relationsh								
KRAMER	R NANCY J		Director	10% Owner	Officer	Otl	her					

343 N. FRONT STREET COLUMBUS, OH 43215

Signatures

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

02/17/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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** 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.