

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Grand-Jean Steven D</u> (Last) (First) (Middle) <u>C/O J.CREW GROUP, INC.</u> <u>770 BROADWAY</u> (Street) <u>NEW YORK</u> <u>NY</u> <u>10003</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>J CREW GROUP INC [JCG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/26/2007</u>	
	4. If Amendment, Date of 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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01	04/26/2007		s ⁽¹⁾		10,000	D	\$41.5723 ⁽³⁾	14,195	D	
Common Stock, par value \$0.01	04/26/2007		s ⁽²⁾		46,036	D	\$41.9918 ⁽⁴⁾	38,079	I	See Note ⁽⁵⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan entered into by Mr. Grand-Jean on March 16, 2007.
2. The sales reported in this Form 4 were made pursuant to a Rule 10b5-1 trading plan entered into Grand-Jean Capital Management on March 16, 2007.
3. The price reported on this Form 4 is an average of prices from multiple transactions. Please see Schedule A filed herewith as Exhibit 99.1 for individual transaction volumes and prices.
4. The price reported on this Form 4 is an average of prices from multiple transactions. Please see Schedule B filed herewith as Exhibit 99.2 for individual transaction volumes and prices.
5. The shares are owned by Grand-Jean Capital Management. Mr. Grand-Jean owns 100% of Grand-Jean Capital Management.

Remarks:

6. Arlene S. Hong is signing on behalf of Steven Grand-Jean pursuant to an authorization and designation letter previously filed with the SEC.

/s/ Arlene S. Hong on behalf of
Steven Grand-Jean (6) 04/30/2007

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Schedule A

Quantity	Price
50	40.53
50	40.48
100	40.49
300	40.52
150	40.49
100	40.47
100	40.48
100	40.44
50	40.43
50	40.49
50	40.49
50	40.50
100	40.50
50	40.50
50	40.51
200	40.50
50	40.52
50	40.55
50	40.55
50	40.55
50	40.56
100	40.56
50	40.58
50	40.71
50	40.71
50	40.73
50	40.73
100	40.74
100	40.75
100	40.98
100	41.57
50	41.82

100	41.87
100	41.83
50	41.71
50	41.71
50	41.71
100	41.78
50	41.78
50	41.78
150	41.78
50	41.78
100	41.78
150	41.82
50	41.95
100	41.96
150	41.95
50	42.10
100	42.13
50	42.40
50	42.40
100	42.40
100	42.48
100	42.48
200	42.68
100	42.96
50	42.96
50	42.53
50	42.54
50	42.55
50	42.44
68	42.40
50	42.23
82	42.08
50	42.10
50	42.06
50	42.00
100	42.00

50	42.00
50	42.00
50	42.01
350	42.11
50	42.10
50	42.10
200	42.12
100	42.10
50	42.11
50	42.04
150	42.04
50	42.01
50	42.00
50	42.04
50	42.01
50	42.01
50	42.02
300	41.53
200	41.54
150	41.54
50	41.54
100	41.55
50	41.54
100	41.55
50	41.56
100	41.54
50	41.52
150	41.52
30	41.51
50	41.51
20	41.51
25	41.55
25	41.54
50	41.58
50	41.58

50	41.58
50	41.57
50	41.58
50	41.61
50	41.61
50	41.62
150	41.65
150	41.64
50	41.65
50	41.65
50	41.64
50	41.62
50	41.65
100	41.65
100	41.65
150	41.74
100	41.82
50	41.93
50	41.93
50	41.91
50	41.91
50	41.95

Schedule B

Quantity	Price
50	40.53
50	40.48
100	40.49
300	40.52
150	40.49
100	40.47
100	40.48
100	40.44
50	40.43
50	40.49
50	40.49
50	40.50
100	40.50
50	40.50
50	40.51
200	40.50
50	40.52
50	40.55
50	40.55
50	40.55
50	40.56
100	40.56
50	40.58
50	40.71
50	40.71
50	40.73
50	40.73
100	40.74
100	40.75
100	40.98
100	41.57
50	41.82
100	41.87
100	41.83
50	41.71
50	41.71
50	41.71
100	41.78
50	41.78
50	41.78
150	41.78
50	41.78

100	41.78
150	41.82
50	41.95
100	41.96
150	41.95
50	42.10
100	42.13
50	42.40
50	42.40
100	42.40
100	42.48
100	42.48
200	42.68
100	42.96
50	42.96
50	42.53
50	42.54
50	42.55
50	42.44
68	42.40
50	42.23
82	42.08
50	42.10
50	42.06
50	42.00
100	42.00
50	42.00
50	42.00
50	42.01
350	42.11
50	42.10
50	42.10
200	42.12
100	42.10
50	42.11
50	42.04
150	42.04
50	42.01
50	42.00
50	42.04
50	42.01
50	42.01
50	42.02
300	41.53
200	41.54
150	41.54
50	41.54
100	41.55
50	41.54

100	41.55
50	41.56
100	41.54
50	41.52
150	41.52
30	41.51
50	41.51
20	41.51
25	41.55
25	41.54
50	41.58
50	41.58
50	41.58
50	41.57
50	41.58
50	41.61
50	41.61
50	41.62
150	41.65
150	41.64
50	41.65
50	41.65
50	41.64
50	41.62
50	41.65
100	41.65
100	41.65
150	41.74
100	41.82
50	41.93
50	41.93
50	41.91
50	41.91
50	41.95
500	41.90
500	41.82
100	41.84
100	41.84
300	41.84
100	41.84
300	41.84
100	41.85
120	41.85
100	41.85
500	41.82
300	41.80
190	41.80
200	41.80
300	41.80

10	41.82
1000	41.80
200	41.83
300	41.83
300	41.80
200	41.80
100	41.80
400	41.80
100	41.90
100	41.90
100	41.90
100	41.90
100	41.90
100	41.90
100	41.93
100	41.93
100	41.91
200	42.00
200	42.00
200	42.00
200	42.00
100	42.00
100	42.00
100	42.01
100	42.05
100	42.05
100	42.05
100	42.05
100	42.01
100	42.02
100	42.05
100	42.04
100	42.04
300	42.05
100	42.06
100	42.06
100	42.09
100	42.09
100	42.12
200	42.12
100	42.09
100	42.09
200	42.10
300	42.10
500	42.12
100	42.11
100	42.11
100	42.11



100	42.02
100	42.02
300	42.06
500	42.10
200	42.10
100	42.09
200	42.14
100	42.21
300	42.21
200	42.30
100	42.38
300	42.37
100	42.39
100	42.36
300	42.34
100	42.30
100	42.30
600	42.27
200	42.25
100	42.25
100	42.22
200	42.22
200	42.22
100	42.22
100	42.20
100	42.20
100	42.21
100	42.21
100	42.18
300	42.19
100	42.15
100	42.15
100	42.14
100	42.14
700	42.12
100	42.11
100	42.11
100	42.11
200	42.15
100	42.14
100	42.20
100	42.18
100	42.18
400	42.28
100	42.31
100	42.31
100	42.34
100	42.33
500	42.33

300	42.31
300	42.27
100	42.27
300	42.27
100	42.26
100	42.26
200	42.27
100	42.26
100	42.26
200	42.26
100	42.26
200	42.27
500	42.30
200	42.27
300	42.27
100	42.26
100	42.26
300	42.26
100	42.15
400	42.15
100	42.14
200	42.14
200	42.14
100	42.13
200	42.13
200	42.13
200	42.10
215	42.11
1000	42.10
200	42.09
300	42.09
400	42.12
100	42.13
300	42.15
200	42.15
300	42.15
500	42.14
100	42.15
500	42.15
200	42.14
100	42.15
500	42.15
500	42.16
200	42.15
100	42.15
200	42.15
500	42.20
500	42.20
1000	42.20
1000	42.20
1000	42.25
100	42.24
100	42.25
101	42.27