

URBAN OUTFITTERS INC  
Form 8-K  
January 13, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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) January 9, 2012

**URBAN OUTFITTERS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Pennsylvania**  
(State or other jurisdiction  
of incorporation)

**000-22754**  
(Commission  
File Number)

**23-2003332**  
(IRS Employer  
Identification No.)

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**5000 South Broad St, Philadelphia PA**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code (215) 454-5500**

**19112-1495**

**(Zip Code)**

**N/A**

**(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 (see General Instruction A.2. below):

- .. 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 9, 2012, Glen T. Senk notified the Company of his resignation as Chief Executive Officer and as a member of the Board of Directors. On January 10, 2012, the Board of Directors elected Mr. Hayne to serve as Chief Executive Officer of the Company. Richard A. Hayne, 64, co-founded Urban Outfitters in 1970 and has been Chairman and President since the Company's incorporation in 1976. Mr. Hayne is married to Margaret Hayne, President of the Free People Division. In addition, Mr. Hayne's brother, Rodger Hayne, and Mr. Hayne's son, David Hayne, are both employed by the Company. No material contract, plan, or arrangement was entered into by the Company and Mr. Hayne in connection with his appointment as Chief Executive Officer.

**Item 9.01. Financial Statements and Exhibits.  
(d) Exhibits.**

Exhibit No.	Description
99.1	Press Release, dated January 10, 2012.

**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.

**URBAN OUTFITTERS, INC.**

Date: January 13, 2012

By: /s/ Richard A. Hayne  
Richard A. Hayne  
Chief Executive Officer

**EXHIBIT INDEX**

Exhibit No.	Description
99.1	Press Release, dated January 10, 2012.