

URBAN OUTFITTERS INC
Form 8-K
August 12, 2004

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) August 5, 2004

URBAN OUTFITTERS, INC.

(Exact Name of Registrant as Specified in its Charter)

Pennsylvania
(State or other jurisdiction)

of incorporation)

1809 Walnut Street, Philadelphia PA
(Address of principal executive offices)

000-22754
(Commission File Number)

22-2003332
(IRS Employer

Identification No.)

19103
(Zip Code)

Registrant's telephone number, including area code (215) 564-2313

N/A

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

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits:

99.1 Sales Release dated August 5, 2004 - Second Quarter FY05 Sales

Item 12. Results of Operations and Financial Condition

On August 5, 2004, the Company issued a sales release, which is attached hereto as Exhibit 99.1 and incorporated herein by reference. The sales release disclosed material non-public information regarding the Company's sales for the three and six month period ending July 31, 2004.

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: August 12, 2004

By: */s/* John E. Kyees

John E. Kyees
Chief Financial Officer

Exhibit Index

99.1 Sales Release dated August 5, 2004 Second Quarter FY05 Sales

- 4 -