

URBAN OUTFITTERS INC  
Form 8-K  
August 17, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

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**FORM 8-K**

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**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 11, 2005**

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**URBAN OUTFITTERS, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

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

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

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

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

**19103**  
**(Zip Code)**

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

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N/A

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

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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 (17CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4))
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**Item 2.02. Results of Operations and Financial Condition**

On August 11, 2005, the Company issued an earnings release, which is attached hereto as Exhibit 99.1 and incorporated herein by reference. The earnings release disclosed material non-public information regarding the Company's earnings for the three and six months ended July 31, 2005

**Item 9.01. Financial Statements and Exhibits**

99.1 Earnings Release dated August 11, 2005 Earnings for the three and six months ended July 31, 2005

**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 17, 2005

By: /s/ John E. Kyees

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John E. Kyees  
Chief Financial Officer

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**Exhibit Index**

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| EX-99.1            | Earnings Release dated August 11, 2005 Earnings for the three and six months ended July 31, 2005 |