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) November 6, 2003

URBAN OUTFITTERS, INC.

(Exact Name of Registrant as Specified in Charter)

Pennsylvania (State or Other 000-22754 (Commission File No.) 22-2003332 (IRS Employer

Identification No.)

Jurisdiction of Incorporation)

(Address of Principal Executive Offices)

1809 Walnut Street, Philadelphia PA

19103 (Zip Code)

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

Edgar Filing: URBAN OUTFITTERS INC - Form 8-K

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 Press Release dated November 6, 2003 Third Quarter FY 04 Sales

Item 12. Results of Operations and Financial Condition

On November 6, 2003, the Company issued a press release, which is attached hereto as Exhibit 99.1 and incorporated herein by reference. The press release disclosed material non-public information regarding the Company s sales for the three and nine months ended October 31, 2003.

-2-

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: November 10, 2003

By:

/s/ Richard A. Hayne

Richard A. Hayne

Chairman and President

-3-

Exhibit Index

99.1 Press Release dated November 6, 2003 Third Quarter FY 04 Sales

-4-