

URBAN OUTFITTERS INC  
Form 8-K  
July 06, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 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) July 6, 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 (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))
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**Item 8.01 Other Events**

Attached hereto as Exhibits 99.1 through 99.5 are forms of stock option agreements used in connection with stock option grants to the Company's executive officers and non-employee directors under the Urban Outfitters 2004 Stock Incentive Plan.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

| <u>Exhibit No.</u> | <u>Description</u>   |
|--------------------|--|
| 99.1               | 2004 Plan Non-Qualified Stock Option Agreement                               |
| 99.2               | 2004 Plan Restricted Non-Qualified Stock Option Agreement                    |
| 99.3               | 2004 Plan Non-Employee Director Formula Non-Qualified Stock Option Agreement |
| 99.4               | 2004 Plan Restricted Incentive Stock Option Agreement                        |
| 99.5               | 2004 Plan Incentive Stock Option Agreement                                   |

**SIGNATURES**

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.

By: /s/ John E. Kyees

Date: July 6, 2005

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John E. Kyees  
Chief Financial Officer

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | 2004 Plan Non-Qualified Stock Option Agreement                               |
| 99.2               | 2004 Plan Restricted Non-Qualified Stock Option Agreement                    |
| 99.3               | 2204 Plan Non-Employee Director Formula Non-Qualified Stock Option Agreement |
| 99.4               | 2004 Plan Restricted Incentive Stock Option Agreement                        |
| 99.5               | 2004 Plan Incentive Stock Option Agreement                                   |