

5000 SOUTH BROAD STREET PHILADELPHIA, PA 19112-1495 PHONE: 215-454-5500 FAX: 215-454-4660 WEBSITE: URBANOUTFITTERSINC.COM

April 26, 2013

U.S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, NW, N-1513
Washington, DC 20210

Re: Urban Outfitters, Inc. Nonqualified Deferred Compensation Plan

Dear Sir/Madam:

In accordance with 29 CFR 2520.104-23, on behalf of Urban Outfitters, Inc. Nonqualified Deferred Compensation Plan, we hereby provide you with the information set forth below:

Name and Address of Employer

Urban Outfitters, Inc.
5000 South Broad Street, Bldg. #12
Philadelphia, PA 19112

Employer's Taxpayer Identification Number

23-2003332

Required Declaration

The Employer sponsors the Urban Outfitters, Inc. Nonqualified Deferred Compensation Plan ("Plan"), which has the effect of deferring compensation for a select group of management or highly compensated employees. Benefits are paid out of the general assets of the Employer.

Currently, Urban Outfitters, Inc. maintains one nonqualified plan. Specifically, there are 236 employees eligible to participate in all nonqualified plans maintained by the Employer. This Plan's effective date is February 1, 2013.

If you have any questions about this matter, please contact the undersigned.

Sincerely,


Stephen A. Eagland
Benefits Manager

VIA CERTIFIED MAIL Return Receipt Requested

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