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(City)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL				
OMB Number: 3235-0287				
Estimated average burden				
hours per response	: 0.5			

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

(State)

(Zip)

			or Section 30(h) of the Investment Company Act of 1940	
1. Name and Address of Reporting Person* <u>Marein-Efron Melanie</u>		Person*	2. Issuer Name and Ticker or Trading Symbol URBAN OUTFITTERS INC [URBN]	Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) 5000 SOUT	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/12/2024	X Officer (give title Other (specify below) Chief Financial Officer
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line)
PHILADEL	LPHIA PA	19112		X Form filed by One Reporting Person Form filed by More than One Reporting

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature Form: Direct (D) or Indirect of Indirect Beneficial Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and Securities Beneficially (Month/Day/Year) Code (Instr. if any 5) Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Transaction(s) (A) or (D) Price Code Amount (Instr. 3 and 4)

6,000

D

\$40.715

(e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 1. Title of 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Conversion Date (Month/Day/Year) Execution Date, Transaction Derivative Security or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial Direct (D) or Indirect Price of Derivative Securities Acquired Underlying Derivative Beneficially Owned Ownership (Instr. 4) (Instr. 3) (Month/Day/Year) 8) (Instr. 5) (A) or Disposed of (D) Security (Instr. 3 and 4) (I) (Instr. 4) Security Following Reported Transaction(s) (Instr. 3, 4 and 5) (Instr. 4) Amount Number Date Expiration (A) (D) Title Shares Code Exercisable Date

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

Explanation of Responses:

Common Shares

03/13/2024 /s/ Melanie Marein-Efron

Person

908

D

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

03/12/2024

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.