## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average bu	ırden								
hours ner resnonse.	05								

1. Name and Address of Reporting Perso MARLOW TEDFORD G	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>URBAN OUTFITTERS INC</u> [ URBN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specifi				
(Last) (First) (Middle) 5000 SOUTH BROAD STREET		3. Date of Earliest Transaction (Month/Day/Year) 04/13/2007	Х	below) Urban Retail Pres	below)		
(Street) PHILADELPHIA PA (City) (State)	19112 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing ( Form filed by One Report Form filed by More than 0 Person	ing Person		

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common shares	04/13/2007		S		3,603	D	\$26.19	36,932	D	
Common shares	04/13/2007		S		2,100	D	\$26.2	34,832	D	
Common shares	04/13/2007		S		100	D	\$26.21	34,732	D	
Common shares	04/13/2007		S		500	D	\$26.22	34,232	D	
Common shares	04/13/2007		S		500	D	\$26.23	33,732	D	
Common shares	04/13/2007		S		1,400	D	\$26.24	32,332	D	
Common shares	04/13/2007		S		2,500	D	\$26.25	29,832	D	
Common shares	04/13/2007		S		1,500	D	\$26.26	28,332	D	
Common shares	04/13/2007		S		432	D	\$26.27	27,900	D	
Common shares	04/13/2007		S		800	D	\$26.28	27,100	D	
Common shares	04/13/2007		S		100	D	\$26.29	27,000	D	
Common shares	04/13/2007		S		700	D	\$26.3	26,300	D	
Common shares	04/13/2007		S		896	D	\$26.31	25,404	D	
Common shares	04/13/2007		S		1,704	D	\$26.32	23,700	D	
Common shares	04/13/2007		S		1,200	D	\$26.33	22,500	D	
Common shares	04/13/2007		S		300	D	\$26.34	22,200	D	
Common shares	04/13/2007		S		1,341	D	\$26.35	20,859	D	
Common shares	04/13/2007		S		4,076	D	\$26.36	16,783	D	
Common shares	04/13/2007		S		5,083	D	\$26.37	11,700	D	
Common shares	04/13/2007		S		4,355	D	\$26.38	7,345	D	
Common shares	04/13/2007		S		6,345	D	\$26.39	1,000	D	
Common shares	04/13/2007		S		700	D	\$26.4	300	D	
Common shares	04/13/2007		S		300	D	\$26.41	0	D	

 
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Ta	ble II - Deriva (e.g., p					ired, Disp options, o			i or i	y Owned			
1. Title of	2.	3. Transaction	3A. Deemed	4.ode		(6A)Nu	m(160e)r	ExDectis Elakero	isDatatke and		aGollodares	8. Price of	9. Number of	10.	11. Nature
Derivative Eseptantation (Instr. 3)	Price of Derivative	- <del>Date</del> e <b>(</b> Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code ( 8)		of Deriv Secu Acqu	rities ired	Expiration Da (Month/Day/\	/ear) Te		ties Vina G. Marlov		Securities Beneficially Ow <u>04/16/200</u>	Form: Direct (D) 7 r Indirect	of Indirect Beneficial Ownership (Instr. 4)
			class of securities g person, <i>see</i> Instr				irectly	or indirectly.	** :	Securi Signatur	ty (Instr. 3 e of Repor	ing Person	Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
			acts constitute Fec hich must be manu								( )				
Persons wh	no respond to	the collection of	information conta	ined in Code	this fo	orm ar (A)	<u>e not i</u> (D)	equired to re Date Exercisable	Expiration		orm displa Amount or Number of Shares	iys a currer	tly valid OMB I	lumber.	