

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>HAYNE RICHARD A</u> (Last) (First) (Middle) 5000 SOUTH BROAD STREET (Street) PHILADELPHIA PA 19112 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>URBAN OUTFITTERS INC [URBN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CEO & Chairman of the Board
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2025	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	12/31/2025		S		8,908	D ⁽¹⁾	\$75.549 ⁽²⁾	17,763,023	D	
Common Shares	12/31/2025		S		7,794	D ⁽¹⁾	\$75.549 ⁽²⁾	2,208,269	I ⁽³⁾	By Spouse as Trustee
Common Shares	12/31/2025		S		1,759	D ⁽¹⁾	\$76.121 ⁽⁴⁾	17,761,264	D	
Common Shares	12/31/2025		S		1,539	D ⁽¹⁾	\$76.121 ⁽⁴⁾	2,206,730	I ⁽³⁾	By Spouse as Trustee
Common Shares	01/02/2026		S		3,496	D ⁽¹⁾	\$74.321 ⁽⁵⁾	17,757,768	D	
Common Shares	01/02/2026		S		3,058	D ⁽¹⁾	\$74.321 ⁽⁵⁾	2,203,672	I ⁽³⁾	By Spouse as Trustee
Common Shares	01/02/2026		S		7,138	D ⁽¹⁾	\$75.235 ⁽⁶⁾	17,750,630	D	
Common Shares	01/02/2026		S		6,247	D ⁽¹⁾	\$75.235 ⁽⁶⁾	2,197,425	I ⁽³⁾	By Spouse as Trustee
Common Shares	01/02/2026		S		33	D ⁽¹⁾	\$75.78 ⁽⁷⁾	17,750,597	D	
Common Shares	01/02/2026		S		28	D ⁽¹⁾	\$75.78 ⁽⁷⁾	2,197,397	I ⁽³⁾	By Spouse as Trustee
Common Shares								23,481	I ⁽³⁾	By Profit Sharing Fund (401(k) Plan)
Common Shares								185,573	I ⁽⁸⁾	By Trust
Common Shares								35,140	I ⁽³⁾	By Hayne Foundation
Common Shares								1,176,273	I ⁽⁹⁾	By Spouse
Common Shares								11,300	I ⁽³⁾	By Spouse through Profit Sharing Fund (401(k) Plan)
Common Shares								2,597,268	I ⁽³⁾⁽¹⁰⁾	By Spouse as Trustee

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The reported transaction was effected pursuant to a Rule 105b-1 trading plan adopted by the reporting person on 7/10/2025.
- The price in Column 4 is a weighted average price. The price actually received ranged from \$74.888 to \$75.885. The reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- These shares are owned indirectly by Richard A. Hayne and indirectly by his spouse, Margaret Hayne. Richard A. Hayne disclaims beneficial ownership of these shares, except to the extent of any pecuniary interest therein.
- The price in Column 4 is a weighted average price. The price actually received ranged from \$75.89 to \$76.366. The reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- The price in Column 4 is a weighted average price. The price actually received ranged from \$73.77 to \$74.759. The reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- The price in Column 4 is a weighted average price. The price actually received ranged from \$74.77 to \$75.75. The reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- The price in Column 4 is a weighted average price. The price actually received ranged from \$75.771 to \$75.786. The reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- These shares are held by two trusts of which members of Richard A. Hayne's immediate family are among the beneficiaries. Mr. Hayne serves as trustee of each trust and disclaims beneficial ownership of the issuer's common shares held by the trusts, except to the extent of his pecuniary interest therein.
- These shares are owned indirectly by Richard A. Hayne and directly by his spouse, Margaret Hayne. Richard A. Hayne disclaims beneficial ownership of these shares, except to the extent of any pecuniary interest therein.
- These shares are owned by three trusts, of which members of Margaret Hayne's immediate family are among the beneficiaries.

/s/ Richard A. Hayne 01/05/2026

** 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).

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.