

STAGE STORES INC  
Form 8-K  
September 20, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 8-K

Current Report Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

September 19, 2002  
(Date of Report, date of earliest event reported)

Stage Stores, Inc

•  
(Exact name of registrant as specified in its charter)

000-21011

(Commission File Number)

NEVADA

91-1826900

(State or other jurisdiction  
of incorporation)

(I.R.S. Employer Identification No.)

10201 Main Street, Houston, Texas  
(Address of principal executive offices)

77025

(Zip Code)

(713) 667-5601

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

ITEM 5. Other Events and Regulation FD Disclosure

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On September 19, 2002, our Board has approved a \$10.0 million increase in the Company's previously announced \$15.0 million Stock Repurchase Program. The \$10.0 million increase brings the total amount authorized to be spent by the Company to repurchase its outstanding common stock to 25.0 million. Under our Stock Repurchase Program, we may repurchase, from time to time during our 2002 Fiscal Year, either on the open market or through privately

negotiated transactions as we deem appropriate, and dependent on market conditions, share price and other factors we deem appropriate, (i) up to the Board authorized amounts of our outstanding common stock to be financed by our cash flow, plus (ii) such additional amount of our outstanding common stock as may be repurchased using the proceeds we receive from the exercise of options under our 2001 Equity Incentive Plan and an amount equal to the tax benefits which accrue to us by virtue of our ability to deduct the difference between the market price of our common stock on the exercise date and the exercise price of any options being exercised as compensation to the holders of the options under our 2001 Equity Incentive Plan.

On September 20, 2002, the Company issued a news release announcing an increase in the Stock Repurchase Program. A copy of the news release is attached to this Form 8-K as Exhibit 99.1.

ITEM 7. Financial Statements and Exhibits.

- Exhibits.

99.1 News Release dated September 20, 2002 issued by the Company

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.

STAGE STORES, INC.

September 20, 2002

(Date)

/s/ Michael E. McCreery

Michael E. McCreery  
Executive Vice President and  
Chief Financial Officer