# UNITED STATES 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

Date of Report (Date of earliest event reported): November 25, 2014

### Citi Trends, Inc.

(Exact name of registrant as specified in its charter)

**Delaware** (State or other jurisdiction of incorporation)

000-51315 (Commission File Number)

52-2150697

(IRS Employer Identification No.)

**104 Coleman Boulevard, Savannah, Georgia** (Address of principal executive offices)

**31408** (Zip Code)

Registrant's telephone number, including area code: (912) 236-1561

Former name or former address, if changed since last report: Not applicable

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2 below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre- commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 2.02. Results of Operations and Financial Condition.

On November 25, 2014, Citi Trends, Inc. (the "Company") issued a press release reporting its financial results for its third quarter ended November 1, 2014 (the "Earnings Release"). A copy of the Earnings Release is attached to this Current Report on Form 8-K ("Current Report") as Exhibit 99.1, the contents of which are incorporated herein solely for purposes of this Item 2.02 disclosure.

The information in this Item 2.02, including the Earnings Release attached to this Current Report, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of such section. The information in this Item 2.02, including the Earnings Release, shall not be incorporated by reference into any filings under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in any such filing.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Earnings Release dated November 25, 2014

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#### SIGNATURE

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 thereunto duly authorized.

CITI TRENDS, INC.

Date: November 25, 2014

By: Name: /s/ Bruce D. Smith

Bruce D. Smith

Title: Chief Financial Officer

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### **Exhibit Index**

Exhibit No.	Description
99.1	Earnings Release dated November 25, 2014
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#### CITI TRENDS ANNOUNCES THIRD QUARTER 2014 RESULTS

Comparable store sales increased 6.7% in third quarter

Results include \$1.7 million legal settlement expense in this year's third quarter; \$1.5 million gain on sale of distribution center in last year's third quarter

Third quarter 2014 loss per share of \$(0.15) compared with \$(0.11) last year

Year-to-date income per share of \$0.29 compared with a loss of \$(0.07) last year

SAVANNAH, GA (November 25, 2014) — Citi Trends, Inc. (NASDAQ: CTRN) today reported results for the third quarter of fiscal 2014.

#### <u>Financial Highlights — Third quarter ended November 1, 2014</u>

Total sales in the third quarter ended November 1, 2014 increased 7.8% to \$156.7 million compared with \$145.4 million in the third quarter ended November 2, 2013. Comparable store sales increased 6.7% in the quarter.

Net loss was \$(2.2) million, or \$(0.15) per diluted share, in the third quarter of 2014 compared with a net loss of \$(1.7) million, or \$(0.11) per diluted share, in last year's third quarter. Selling, general and administrative expenses in this year's third quarter included \$1.7 million in expense related to a legal settlement, which had a negative impact on loss per diluted share of \$0.07 in the third quarter of 2014. Last year's third quarter benefited from a pretax gain of \$1.5 million on the sale of the Company's former distribution center, which had a positive impact on loss per diluted share of \$0.06.

#### <u>Financial Highlights — First three quarters ended November 1, 2014</u>

Total sales in the first three quarters of fiscal 2014 increased 5.3% to \$489.7 million compared with \$465.0 million in the same period of fiscal 2013. Comparable store sales increased 5.3% in the first three quarters of this year. Net income was \$4.3 million, or \$0.29 per diluted share, in the first three quarters of this year, compared with a net loss of \$(1.0) million, or \$(0.07) per diluted share, in last year's first three quarters.

#### **Investor Conference Call and Webcast**

Citi Trends will host a conference call today at 9:00 a.m. ET. The number to call for the live interactive teleconference is (212) 231-2908. A replay of the conference call will be available until December 2, 2014, by dialing (402) 977-9140 and entering the passcode, 21705728.



104 Coleman Blvd

Severneh GA 31408

P 912,236,156



The live broadcast of Citi Trends' conference call will be available online at the Company's website, www.cititrends.com, as well as www.cititrends.com/http/ircititrendscom, beginning today at 9 a.m. ET. The online replay will follow shortly after the call and will be available for replay for one year.

During the conference call, the Company may discuss and answer questions concerning business and financial developments and trends that have occurred after quarter-end. The Company's responses to questions, as well as other matters discussed during the conference call, may contain or constitute information that has not been disclosed previously.

#### About Citi Trends

Citi Trends, Inc. is a value-priced retailer of urban fashion apparel and accessories for the entire family. The Company operates 511 stores located in 29 states. Citi Trends' website address is www.cititrends.com. *CTRN-E* 

#### **Forward-Looking Statements**

All statements other than historical facts contained in this news release, including statements regarding our future financial results and position, business policy and plans and objectives of management for future operations, are forward-looking statements that are subject to material risks and uncertainties. The words "believe," "may," "could," "plans," "estimate," "continue," "anticipate," "intend," "expect" and similar expressions, as they relate to Citi Trends, are intended to identify forward-looking statements. Statements with respect to earnings guidance are forward-looking statements. Investors are cautioned that any such forward-looking statements are subject to the finalization of the Company's quarterly financial and accounting procedures, are not guarantees of future performance or results and are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified. Actual results or developments may differ materially from those included in the forward-looking statements as a result of various factors which are discussed in Citi Trends, Inc. filings with the Securities and Exchange Commission. These risks and uncertainties include, but are not limited to, uncertainties relating to economic conditions, growth risks, consumer spending patterns, competition within the industry, competition in our markets and the ability to anticipate and respond to fashion trends. Any forward-looking statements by the Company, with respect to earnings guidance or otherwise, are intended to speak only as of the date such statements are made. Except as required by applicable law, including the securities laws of the United States and the rules and regulations of the Securities and Exchange Commission, Citi Trends does not undertake to publicly update any forward-looking statements in this news release or with respect to matters described herein, whether as a result of any new information, future events or otherwise.

Contact:

Bruce Smith Chief Financial Officer (912) 443-2075 Ed Anderson Chairman & Chief Executive Officer (912) 443-3705

# CITI TRENDS, INC. CONDENSED STATEMENTS OF OPERATIONS (unaudited) (in thousands, except per share data)

Nct ales         (membre)			en Weeks Ended ember 1, 2014	Thirteen Weeks Ended November 2, 2013		
Cost of sales (exclusive of depreciation shown separately below)         (98,542)         (92,074)           Selling, general and administrative expenses         (56,354)         (52,148)           Depreciation         (56,354)         (52,148)           Asset impairment         —         (556)           Gain on sale of former distribution center         —         1,526           Loss from poperations         (3,240)         (3,344)           Increst expense         (48)         (49)           Loss before income tax benefit         (3,245)         (3,315)           Increst expense         (48)         (49)           Net loss         (3,045)         (3,315)           Increst expense         (48)         (49)           Net loss         (3,045)         (3,315)           Increst expense         (48)         (49)           Net loss         (3,045)         (3,015)           Increst expense         (48)         (49)           Veighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         16,050         (15,050		,	,	Φ.	(	
Selling, general and administrative expenses         (50,48)         (5,484)           Depreciation         (5,085)         (5,484)           Asset impairment         ————————————————————————————————————	Net sales	\$	156,694	\$	145,362	
Depreciation         (5,038)         (5,454)           Asset impariment         -         (556)           Gain on sale of former distribution center         -         1,256           Loss from operations         43         78           Interest income         43         78           Loss before income tax benefit         3,245         3,315           Loss before income tax benefit         1,038         1,643           Notices         2,020         3         0,613           Basic net loss per common share         \$,015         3         0,010           Diluted average shares used to compute basic net loss per share         1,982         1,481         1,481           Weighted average shares used to compute basic net loss per share         1,982         1,481         1,481           Weighted average shares used to compute diluted net loss per share         1,982         1,481         1,481           Weighted average shares used to compute diluted net loss per share         1,982         1,481         1,481           Weighted average shares used to compute diluted net loss per share         1,982         1,481         1,481           Weighted average shares used to compute diluted net loss per share         1,982         1,481         1,481         1,482         1,481         <	Cost of sales (exclusive of depreciation shown separately below)		(98,542)		(92,074)	
Asset inpairment         —         (556)           Gin on sale of former distribution center         —         1,256           Loss from operations         (3,24)         (3,344)           Interest stroome         48         (49)           Loss before income tax benefit         (3,245)         (3,315)           Income tax benefit         3,245         (3,015)           Net loss         2,2000         \$ (0,02)           Basic net loss per common share         \$ (0,015)         \$ (0,015)           United en loss per common share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute basic net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute diluted net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute diluted net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute diluted net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute diluted net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute diluted net loss per share         \$ (0,015)         \$ (0,015)           Weighted average shares used to compute datin tent loss per share         \$ (0,015) <t< td=""><td>Selling, general and administrative expenses</td><td></td><td>(56,354)</td><td></td><td>(52,148)</td></t<>	Selling, general and administrative expenses		(56,354)		(52,148)	
Gain on sale of former distribution center         —         1,526           Loss from operations         (3,24)         (3,24)           Interest expense         (48)         (49)           Loss before income tax benefit         (3,24)         (3,34)           Net loss         1,032         (3,64)           Net loss         2,020         (1,62)           Basic net loss per common share         \$         (0,1)           Ditted net loss per common share         \$         (0,1)           Weighted average shares used to compute basic net loss per share         \$         (0,1)           Weighted average shares used to compute diluted net loss per share         \$         1,102           Weighted average shares used to compute diluted net loss per share         \$         1,102           Net sales         \$         1,102         1,102           Net sales         \$         1,102         1,102           Net sales         \$         1,102         1,102           Selling, general and administrative expenses         \$         1,102         1,102           Selling, general and administrative expenses         \$         1,102         1,102           Selling, general and administrative expenses         \$         1,102         1,102 <td>Depreciation</td> <td></td> <td>(5,038)</td> <td></td> <td>(5,454)</td>	Depreciation		(5,038)		(5,454)	
Coss from operations			_		( )	
Interest icome         43         78           Interest expense         (48)         (39)           Loss before income tax benefit         1,038         1,643           Net loss         1,038         1,643           Net loss         2,0207         3,052           Basic net loss per common share         2,015         3,015           Diluted net loss per common share         1,982         1,983           Weighted average shares used to compute basic net loss per share         1,982         1,981           Weighted average shares used to compute diluted net loss per share         1,982         1,981           Weighted average shares used to compute diluted net loss per share         1,982         1,981           Weighted average shares used to compute diluted net loss per share         1,982         1,982           Weighted average shares used to compute diluted net loss per share         1,982         1,982           Net sales         1,982         1,982         1,982           Net sales         1,982         1,982         1,982           Net sales         1,982         1,982         1,982           Selling, general and administrative expenses         1,536         1,557           Selling, general and administrative expenses         1,536         1,526 <td>Gain on sale of former distribution center</td> <td></td> <td>_</td> <td></td> <td>1,526</td>	Gain on sale of former distribution center		_		1,526	
Thirties texpense	Loss from operations		(3,240)		(3,344)	
Coss before income tax benefit	Interest income		43		78	
Receive that benefit   Receive the thouse the time that	Interest expense		(48)		(49)	
Net loss         \$ (2,207)         \$ (1,672)           Basic net loss per common share         \$ (0,15)         \$ (0,11)           Diluted net loss per common share         \$ (0,15)         \$ (0,11)           Weighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Net sales         \$ 489,697         \$ (65,011)         14,982           Net sales         \$ (30,484)         \$ (294,888)         \$ (15,596)         \$ (15,5976)           Selling, general and administrative expenses         \$ (15,306)         \$ (16,106)         \$ (12,507)         \$ (16,106)         \$ (12,507)         \$ (16,106)         \$ (12,507)         \$ (16,507)         \$ (16,507)         \$ (16,507) <td< td=""><td>Loss before income tax benefit</td><td></td><td>(3,245)</td><td></td><td>(3,315)</td></td<>	Loss before income tax benefit		(3,245)		(3,315)	
Basic net loss per common share         \$ (0.15)         \$ (0.15)           Diluted net loss per common share         \$ (0.15)         \$ (0.15)           Weighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Meighted average shares used to compute diluted net loss per share         14,982         14,815           Meighted average shares used to compute diluted net loss per share         14,982         14,815           Meighted average shares used to compute diluted net loss per share         14,982         14,815           Meighted average shares used to compute basic net loss per share         16,042         16,501           Net sales         13,044         294,878         16,501         16,510           Cost of sales (exclusive of depreciation shown separately below)         304,849         294,878         16,510           Selling, general and administrative expenses         163,502         16,510	Income tax benefit		1,038		1,643	
Diluted net loss per common share         \$ (0.15)         \$ (0.11)           Weighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         118,115           Public problems of the pr	Net loss	\$	(2,207)	\$	(1,672)	
Diluted net loss per common share         \$ (0.15)         \$ (0.11)           Weighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         14,982         118,115           Public problems of the pr	Basic net loss per common share	\$	(0.15)	\$	(0.11)	
Weighted average shares used to compute basic net loss per share         14,982         14,815           Weighted average shares used to compute diluted net loss per share         Thirty-Nine Weeks Ended November 1,2014         Thirty-Nine Weeks Ended November 2,2013         Thirty-Nine Weeks Ended						
Weighted average shares used to compute diluted net loss per share         14,982         14,815           Thirty-Nine Weeks Ended November 1, 2014         Thirty-Nine Weeks Ended November 2, 2013         Thirty-Nine Weeks Ended November 2, 2013           Net sales         \$ 489,697         \$ 465,011           Cost of sales (exclusive of depreciation shown separately below)         (304,849)         (294,878)           Selling, general and administrative expenses         (163,526)         (155,976)           Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         –         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         15,916         (2,202)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Net income (loss) per common share         \$ 4,293         \$ (1,007)           Basic net income (loss) per common share         \$ 0.29         \$ (0,07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Diluted liet loss per common share	<b>3</b>	(0.13)	<b>D</b>	(0.11)	
Interest income (loss) before income tax expense (benefit)         Interest income (loss) before income tax expense (benefit)         Interest (acceptable)         Interest (acceptable) <th< td=""><td>Weighted average shares used to compute basic net loss per share</td><td></td><td>14,982</td><td></td><td>14,815</td></th<>	Weighted average shares used to compute basic net loss per share		14,982		14,815	
Net sales         November 1, 2014 (unaudited) (unaudited) (unaudited)         (unaudited) (unaudited)           Net sales         489,697         465,011           Cost of sales (exclusive of depreciation shown separately below)         (304,849)         (294,878)           Selling, general and administrative expenses         (163,526)         (155,976)           Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         3,526         (2,270)           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Net income (loss)         1,201         1,201           Serior et income (loss) per common share         \$ 0.29         0,007           Diluted net income (loss) per common share         \$ 0.29         0,007           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Weighted average shares used to compute diluted net loss per share		14,982		14,815	
Net sales         \$ 489,697         \$ 465,011           Cost of sales (exclusive of depreciation shown separately below)         (304,849)         (294,878)           Selling, general and administrative expenses         (163,526)         (155,976)           Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         —         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income (loss)         5,916         (2,202)           Income (loss)         4,293         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Diluted net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789				November 2, 2013		
Cost of sales (exclusive of depreciation shown separately below)         (304,849)         (294,878)           Selling, general and administrative expenses         (163,526)         (155,976)           Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         —         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$         4,293         \$         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Diluted net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789		Novem	ber 1, 2014		ovember 2, 2013	
Selling, general and administrative expenses         (163,526)         (155,976)           Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         —         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$         4,293         \$         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Not calco		ber 1, 2014 audited)	No	ovember 2, 2013 (unaudited)	
Depreciation         (15,306)         (16,716)           Asset impairment         (83)         (1,237)           Gain on sale of former distribution center         —         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$         4,293         \$         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Diluted net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Net sales		ber 1, 2014 audited)	No	ovember 2, 2013 (unaudited)	
Asset impairment       (83)       (1,237)         Gain on sale of former distribution center       —       1,526         Income (loss) from operations       5,933       (2,270)         Interest income       135       213         Interest expense       (152)       (145)         Income (loss) before income tax expense (benefit)       5,916       (2,202)         Income tax (expense) benefit       (1,623)       1,201         Net income (loss)       \$       4,293       \$       (1,001)         Basic net income (loss) per common share       \$       0.29       \$       (0.07)         Diluted net income (loss) per common share       \$       0.29       \$       (0.07)         Weighted average shares used to compute basic net income (loss) per share       14,952       14,789			ber 1, 2014 audited) 489,697	No	ovember 2, 2013 (unaudited) 465,011	
Gain on sale of former distribution center         —         1,526           Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$         4,293         \$         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Diluted net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses		ber 1, 2014 audited) 489,697 (304,849)	No	vember 2, 2013 (unaudited) 465,011 (294,878)	
Income (loss) from operations         5,933         (2,270)           Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$         4,293         \$         (1,001)           Basic net income (loss) per common share         \$         0.29         \$         (0.07)           Diluted net income (loss) per common share         \$         0.29         \$         (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses		ber 1, 2014 audited) 489,697 (304,849) (163,526)	No	vember 2, 2013 (unaudited) 465,011 (294,878) (155,976) (16,716)	
Interest income         135         213           Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$ 4,293         \$ (1,001)           Basic net income (loss) per common share         \$ 0.29         \$ (0.07)           Diluted net income (loss) per common share         \$ 0.29         \$ (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment		ber 1, 2014 audited) 489,697 (304,849) (163,526) (15,306)	No	vember 2, 2013 (unaudited) 465,011 (294,878) (155,976) (16,716)	
Interest expense         (152)         (145)           Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$ 4,293         \$ (1,001)           Basic net income (loss) per common share         \$ 0.29         \$ (0.07)           Diluted net income (loss) per common share         \$ 0.29         \$ (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center		ber 1, 2014 audited) 489,697  (304,849) (163,526) (15,306) (83)	No	(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526	
Income (loss) before income tax expense (benefit)         5,916         (2,202)           Income tax (expense) benefit         (1,623)         1,201           Net income (loss)         \$ 4,293         \$ (1,001)           Basic net income (loss) per common share         \$ 0.29         \$ (0.07)           Diluted net income (loss) per common share         \$ 0.29         \$ (0.07)           Weighted average shares used to compute basic net income (loss) per share         14,952         14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center		ber 1, 2014 audited) 489,697  (304,849) (163,526) (15,306) (83)	No	(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526	
Income tax (expense) benefit $(1,623)$ $1,201$ Net income (loss)\$ 4,293\$ (1,001)Basic net income (loss) per common share\$ 0.29\$ (0.07)Diluted net income (loss) per common share\$ 0.29\$ (0.07)Weighted average shares used to compute basic net income (loss) per share $14,952$ $14,789$	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center Income (loss) from operations		ber 1, 2014 audited) 489,697  (304,849) (163,526) (15,306) (83) — 5,933	No	(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526 (2,270)	
Net income (loss) \$ 4,293 \$ (1,001)  Basic net income (loss) per common share \$ 0.29 \$ (0.07)  Diluted net income (loss) per common share \$ 0.29 \$ (0.07)  Weighted average shares used to compute basic net income (loss) per share $ 14,952 $ $14,789 $	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center Income (loss) from operations Interest income		ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83) ————————————————————————————————————	No	(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213	
Basic net income (loss) per common share \$ 0.29 \$ (0.07)  Diluted net income (loss) per common share \$ 0.29 \$ (0.07)  Weighted average shares used to compute basic net income (loss) per share 14,952 14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center Income (loss) from operations Interest income Interest expense		ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83) ————————————————————————————————————	No	(294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145)	
Diluted net income (loss) per common share \$ 0.29 \$ (0.07)  Weighted average shares used to compute basic net income (loss) per share 14,952 14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center Income (loss) from operations Interest income Interest expense Income (loss) before income tax expense (benefit)		ber 1, 2014 audited) 489,697  (304,849) (163,526) (15,306) (83) —— 5,933 135 (152) 5,916	No	(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202)	
Diluted net income (loss) per common share \$ 0.29 \$ (0.07)  Weighted average shares used to compute basic net income (loss) per share 14,952 14,789	Cost of sales (exclusive of depreciation shown separately below) Selling, general and administrative expenses Depreciation Asset impairment Gain on sale of former distribution center Income (loss) from operations Interest income Interest expense Income (loss) before income tax expense (benefit) Income tax (expense) benefit		ber 1, 2014 audited) 489,697  (304,849) (163,526) (15,306) (83) —— 5,933 135 (152) 5,916 (1,623)		(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202) 1,201	
Weighted average shares used to compute basic net income (loss) per share 14,952 14,789	Cost of sales (exclusive of depreciation shown separately below)  Selling, general and administrative expenses  Depreciation  Asset impairment  Gain on sale of former distribution center  Income (loss) from operations  Interest income  Interest expense  Income (loss) before income tax expense (benefit)  Income tax (expense) benefit  Net income (loss)	Novem (un:	ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83)  ———————————————————————————————————		(unaudited) (294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202) 1,201 (1,001)	
	Cost of sales (exclusive of depreciation shown separately below)  Selling, general and administrative expenses  Depreciation  Asset impairment  Gain on sale of former distribution center  Income (loss) from operations  Interest income  Interest expense  Income (loss) before income tax expense (benefit)  Income tax (expense) benefit  Net income (loss)  Basic net income (loss) per common share	Novem (un: \$	ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83) —— 5,933 135 (152) 5,916 (1,623) 4,293		(294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202) 1,201 (1,001)	
Weighted average shares used to compute diluted net income (loss) per share 14,985 14,789	Cost of sales (exclusive of depreciation shown separately below)  Selling, general and administrative expenses  Depreciation  Asset impairment  Gain on sale of former distribution center  Income (loss) from operations  Interest income  Interest expense  Income (loss) before income tax expense (benefit)  Income tax (expense) benefit  Net income (loss)  Basic net income (loss) per common share	Novem (un: \$	ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83) —— 5,933 135 (152) 5,916 (1,623) 4,293		(294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202) 1,201 (1,001)	
	Cost of sales (exclusive of depreciation shown separately below)  Selling, general and administrative expenses  Depreciation  Asset impairment  Gain on sale of former distribution center  Income (loss) from operations  Interest income  Interest expense  Income (loss) before income tax expense (benefit)  Income tax (expense) benefit  Net income (loss)  Basic net income (loss) per common share  Diluted net income (loss) per common share  Weighted average shares used to compute basic net income (loss) per share	Novem (un: \$	ber 1, 2014 audited)  489,697  (304,849) (163,526) (15,306) (83)  5,933 135 (152) 5,916 (1,623) 4,293  0.29 0.29		(294,878) (155,976) (16,716) (1,237) 1,526 (2,270) 213 (145) (2,202) 1,201 (1,001) (0.07) (0.07)	

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# CITI TRENDS, INC. CONDENSED BALANCE SHEETS (unaudited) (in thousands)

		ember 1, 2014 inaudited)	November 2, 2013 (unaudited)	
Assets:				
Cash and cash equivalents	\$	65,991	\$	47,585
Short-term investment securities		13,988		18,218
Inventory		128,516		123,203
Prepaid and other current assets		18,658		18,882
Property and equipment, net		49,756		60,979
Long-term investment securities		24,038		20,052
Other noncurrent assets		7,005		6,950
Total assets	\$	307,952	\$	295,869

Liabilities and Stockholders' Equity:

Accounts payable	\$	63,478	\$ 58,929
Accrued liabilities		30,847	29,488
Other current liabilities		2,359	2,397
Noncurrent liabilities		6,247	8,416
Total liabilities		102,931	99,230
Total stockholders' equity		205,021	196,639
Total liabilities and stockholders' equity	\$	307,952	\$ 295,869
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