CATO CORP Form 10-Q December 05, 2012

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended October 27, 2012

OR

[]

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ Commission file number 1-31340____

THE CATO CORPORATION

to____

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)

56-0484485 (I.R.S. Employer Identification No.)

8100 Denmark Road, Charlotte, North Carolina 28273-5975 (Address of principal executive offices)

(Zip Code)

(704) 554-8510 (Registrant's telephone number, including area code)

Not Applicable (Former name, former address and former fiscal year, if changed since last report) Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes X No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer b Accelerated filer Non-accelerated filer Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes

No

Х

As of October 27, 2012, there were 27,540,724 shares of Class A common stock and 1,743,525 shares of Class B common stock outstanding.

THE CATO CORPORATION

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Quarter Ended October 27, 2012

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PART I FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

THE CATO CORPORATION

CONDENSED CONSOLIDATED STATEMENTS OF INCOME AND

COMPREHENSIVE INCOME

(UNAUDITED)

	Three Months Ended		Nine Months Ended					
	Oc	tober 27, 2012	0	ctober 29, 2011	00	tober 27, 2012	0	ctober 29, 2011
	(Dollars in thousands, except per share data))		
REVENUES								
Retail sales	\$	197,575	\$	194,094	\$	701,815	\$	699,104
Other income (principally finance charges, late fees and								
layaway charges)		2,430		2,591		7,597		8,047
Total revenues		200,005		196,685		709,412		707,151
COSTS AND EXPENSES, NET Cost of goods sold (exclusive of depreciation shown below) Selling, general and administrative (exclusive of depreciation		130,399		125,818		430,690		429,379
shown below)		58,252		57,505		178,828		179,776
Depreciation		5,346		5,321		16,859		16,096
Interest and other income		(814)		(861)		(2,705)		(2,767)
Cost and expenses, net		193,183		187,783		623,672		622,484
Income before income taxes		6,822		8,902		85,740		84,667

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Income tax expense	2,153	2,797	32,016	29,938
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