

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 17, 2005

THE CHILDREN'S PLACE RETAIL STORES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

0-23071

31-1241495

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer ID
Number)

915 Secaucus Road, Secaucus, New Jersey

07094

(Address of principal executive offices)

(Zip Code)

Registrant's Telephone Number, including area code: (201) 558-2400

Not Applicable

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

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- 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 17, 2005, The Children's Place Retail Stores, Inc. (the "Company") issued a press release announcing certain financial information for the fiscal quarter and 9-month period ended October 29, 2005, as well as the Company's updated outlook for fiscal 2005. A copy of the Company's press release is included as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits

- (a) Financial Statements of Business Acquired: Not applicable
- (b) Pro Forma Financial Information: Not applicable
- (c) Exhibits:

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE CHILDREN'S PLACE RETAIL
STORES, INC.

By: /s/ Hiten Patel

Name: Hiten Patel
Title: Senior Vice President and
Chief Financial Officer

Dated: November 17, 2005

INDEX TO EXHIBITS

Current Report on Form 8-K
dated November 17, 2005
The Children's Place Retail Stores, Inc.

99.1 Press Release dated November 17, 2005.

The Children's Place Reports 2005 Third Quarter Financial Results;
 Third Quarter Earnings Per Share of \$1.02;
 Earnings Per Share Before Extraordinary Gain Increased 48% to
 \$0.96 vs. \$0.65 Last Year

SECAUCUS, N.J.--(BUSINESS WIRE)--Nov. 17, 2005--

Company Now Anticipates Fiscal 2005 Earnings Per Share of
 \$2.35 to \$2.40

The Children's Place Retail Stores, Inc. (Nasdaq:PLCE) today reported financial results for the third quarter and nine months ended October 29, 2005.

Third Quarter

- Net sales for the third quarter increased 57% to \$441.1 million, compared to \$280.5 million last year. Third quarter sales were comprised of \$320.0 million from The Children's Place, a 14% increase over last year, and \$121.1 million in sales from Disney Store.
- Comparable store sales increased 6% in the quarter, versus an 18% increase last year.
- Net income was \$29.3 million, compared to net income of \$17.7 million last year.
- Diluted earnings per share were \$1.02. Diluted earnings per share before extraordinary gain increased 48% to \$0.96, compared to \$0.65 last year. Third quarter earnings included an extraordinary gain of \$1.7 million, or \$0.06 per share, related to the completion of purchase accounting for the Disney Store acquisition in November 2004. Also, third quarter earnings reflect a lower effective tax rate than previously anticipated.
- The Company opened 19 Children's Place stores and closed one store during the third quarter. In addition, the Company opened 13 Disney Stores during the third quarter.

Nine-Month Period

- Net sales for the nine-month period increased 62% to \$1,129.0 million, from \$695.4 million for the same period in 2004. Sales for the nine-month period were comprised of \$815.9 million from The Children's Place, a 17% increase over last year, and \$313.1 million in sales from the Company's Disney Store business.
- Comparable store sales increased 8% for the period, compared to a 15% increase for the same period last year.
- Net income was \$21.2 million, compared to net income of \$19.3 million in the year-ago period.
- Diluted earnings per share were \$0.74 compared to diluted earnings per share of \$0.70 in the 2004 period. Nine-month net income and earnings per share results include the above referenced extraordinary gain and change in effective tax rate.
- The Company opened 39 Children's Place stores during the nine-month period, and closed three. In addition, the Company opened 15 Disney Stores and closed one.

"I am proud of our third quarter results and the increased profitability of our brands," said Ezra Dabah, Chairman and Chief Executive Officer of The Children's Place. "Over the past year, The Children's Place has further established itself as a leading children's specialty retailer, while we have simultaneously achieved the goals and objectives we set for the Disney Store acquisition. We are confident that we have the right strategies in place to continue to gain market share, grow profitably and drive a successful Holiday season."

The Company stated that it continues to anticipate fourth quarter earnings per share of \$1.61 to \$1.66 including an anticipated charge of approximately \$2 million due to the American Jobs Creation Act. The

Company also stated that it now anticipates full year fiscal 2005 earnings of \$2.35 to \$2.40 per share, reflecting the extraordinary gain realized in the third quarter and a lower expected annual effective tax rate of 38% from 39%.

The Children's Place will host a webcast of its third quarter conference call today at 9:00 a.m., Eastern Time. Interested parties are invited to listen to the call at the Company's web site, www.childrensplace.com. An archive of the webcast will be available on the site through Thursday, November 24, 2005.

The Children's Place Retail Stores, Inc., is a leading specialty retailer of children's merchandise. The Company designs, contracts to manufacture and sells high-quality, value-priced merchandise under the proprietary "The Children's Place" and licensed "Disney Store" brand names. As of October 29, 2005, the Company owned and operated 786 The Children's Place stores and 321 Disney Stores in North America and its online store, www.childrensplace.com.

This press release and above referenced call may contain certain forward-looking statements regarding future circumstances. These forward-looking statements are based upon the Company's current expectations and assumptions and are subject to various risks and uncertainties that could cause actual results to differ materially from those contemplated in such forward-looking statements including, in particular, the risks and uncertainties described in the Company's filings with the Securities and Exchange Commission. Actual results, events, and performance may differ. Readers or listeners (on the call) are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. We undertake no obligation to release publicly any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. The inclusion of any statement in this release does not constitute an admission by The Children's Place or any other person that the events or circumstances described in such statement are material.

THE CHILDREN'S PLACE RETAIL STORES, INC.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(In thousands, except per share amounts)
(Unaudited)

	13 Weeks Ended:		39 Weeks Ended:	
	October 29, 2005	October 30, 2004	October 29, 2005	October 30, 2004
	(Restated)		(Restated)	
Net sales	\$441,051	\$ 280,496	\$ 1,129,018	\$ 695,440
Cost of sales	255,883	164,000	703,245	424,022
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Gross profit	185,168	116,496	425,773	271,418
Selling, general and administrative expenses	128,492	74,016	356,609	200,934
Depreciation and amortization	13,822	13,000	39,968	38,452
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Operating income	42,854	29,480	29,196	32,032
Interest (income) expense, net	139	(48)	(291)	(154)
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Income before income taxes and extraordinary gain	42,715	29,528	29,487	32,186
Provision for income taxes	15,126	11,845	9,967	12,882
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Income before extraordinary gain	27,589	17,683	19,520	19,304
Extraordinary gain, net of taxes	1,665	0	1,665	0
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Net income	\$ 29,254	\$ 17,683	\$ 21,185	\$ 19,304
	=====	=====	=====	=====

Basic net income per common share before extraordinary gain	\$ 0.99	\$ 0.66	\$ 0.71	\$ 0.72
Extraordinary gain, net of taxes	0.06	0.00	0.06	0.00
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Basic net income per common share	\$ 1.05	\$ 0.66	\$ 0.77	\$ 0.72
	=====	=====	=====	=====
Basic weighted average common shares outstanding	27,740	26,928	27,602	26,867
Diluted net income per common share before extraordinary gain	\$ 0.96	\$ 0.65	\$ 0.68	\$ 0.70
Extraordinary gain, net of taxes	0.06	0.00	0.06	0.00
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Diluted net income per common share	\$ 1.02	\$ 0.65	\$ 0.74	\$ 0.70
	=====	=====	=====	=====
Diluted weighted average common shares and common share equivalents outstanding	28,736	27,393	28,794	27,475

THE CHILDREN'S PLACE RETAIL STORES, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands)
(Unaudited)

	October 29, 2005	January 29, 2005	October 30, 2004
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Current assets:			(Restated)
Cash and investments	\$ 122,428	\$ 165,196	\$ 45,344
Accounts receivable	26,702	23,987	14,249
Inventories	261,160	161,969	143,367
Other current assets	54,809	41,007	23,588
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Total current assets	465,099	392,159	226,548
Property and equipment, net	237,467	222,722	221,410
Other assets, net	14,518	12,507	15,883
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Total assets	\$ 717,084	\$ 627,388	\$ 463,841
	=====	=====	=====
Current liabilities:			
Revolving credit facility	\$ 55,299	\$ 37,268	\$ 0
Accounts payable	87,282	78,106	40,721
Accrued expenses and other current liabilities	98,825	99,575	56,203
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Total current liabilities	241,406	214,949	96,924
Other liabilities	125,324	100,776	85,881
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Total liabilities	366,730	315,725	182,805
Stockholders' equity	350,354	311,663	281,036
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Total liabilities and stockholders' equity	\$ 717,084	\$ 627,388	\$ 463,841
	=====	=====	=====

SEGMENT INFORMATION
(In millions)
(Unaudited)

Thirteen Weeks Ended October 29, 2005

	The Children's Place	Disney Store	Shared Services	Total Company
Net sales	\$ 320.0	\$ 121.1	\$ -	\$ 441.1
Segment operating profit (loss)	54.4	3.3	(14.8)	42.9
Operating profit (loss) as a percent of net sales	17.0%	2.7%	N/A	9.7%

Thirty-Nine Weeks Ended October 29, 2005

	The Children's Place	Disney Store	Shared Services	Total Company
Net sales	\$ 815.9	\$ 313.1	\$ -	\$ 1,129.0
Segment operating profit (loss)	94.2	(20.6)	(44.4)	29.2
Operating profit (loss) as a percent of net sales	11.5%	(6.6)%	N/A	2.6%

CONTACT: The Children's Place
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or
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