

Ascena Retail Group, Inc.  
Form 8-K  
April 11, 2013

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**April 10, 2013  
Date of Report (date of earliest event reported)**

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**ASCENA RETAIL GROUP, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**                                      **0-11736**                                      **30-0641353**  
(State or other jurisdiction of (Commission File Number) (IRS Employer  
incorporation)                                      Identification Number)

**30 Dunnigan Drive  
Suffern, New York 10901**  
(Address of principal executive offices, including zip code)

**(845) 369-4500**  
(Registrant's telephone number, including area code)

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

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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 7.01 Regulation FD Disclosure.**

On April 10, 2013, Ascena Retail Group, Inc. (the “Company”) participated in the Telsey Advisory Group’s 5<sup>th</sup> Annual Spring Consumer Conference. A transcript of the presentation is furnished as Exhibit 99.1 and a copy of the slide presentation is furnished as Exhibit 99.2 which are incorporated by reference herein.

The information in Item 7.01 of this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit Number | Description  |
|----------------|--|
| 99.1           | Transcript of the presentation of Ascena Retail Group, Inc. at the Telsey Advisory Group’s 5 <sup>th</sup> Annual Spring Consumer Conference held on April 10, 2013. |
| 99.2           | Slide presentation of Ascena Retail Group, Inc. at the Telsey Advisory Group’s 5 <sup>th</sup> Annual Spring Consumer Conference held on April 10, 2013.             |

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 thereunto duly authorized.

ASCENA RETAIL GROUP, INC.

(Registrant)

Date: April 11, 2013

By: /s/ Jay Levine  
Jay Levine  
Senior Vice  
President, Chief  
Accounting  
Officer

and Corporate  
Controller  
(Principal  
Accounting  
Officer)