

Ascena Retail Group, Inc.  
Form 8-K  
March 04, 2015

**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**

**March 4, 2015**

**Date of Report (date of earliest event reported)**

---

**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)

**933 MacArthur Boulevard**

**Mahwah, New Jersey 07430**

(Address of principal executive offices, including zip code)

**(551) 777-6700**

(Registrant's telephone number, including area code)

(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 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On March 4, 2015, Ascena Retail Group, Inc. (the “Company”) issued a press release announcing the appointment of Randy L. Pearce to the newly created role of Lead Independent Director, the adoption of a majority voting standard for uncontested director elections and other corporate governance changes. A copy of this press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 5.03.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated March 4, 2015.

**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.

ASCENA RETAIL GROUP, INC.

(Registrant)

Date: March 4, 2015

By: /s/ Ernest LaPorte  
Ernest LaPorte  
Senior Vice President  
and Chief Accounting  
Officer  
(Principal Accounting  
Officer)