



**(551) 777-6700**

(Registrant's telephone number, including area code)

(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On July 21, 2014, Ascena Retail Group, Inc. (the “Company”) issued a press release announcing that Dirk Montgomery, Executive Vice President and Chief Financial Officer, tendered, for personal reasons, his resignation to the Board of Directors of the Company, and the Board of Directors of the Company accepted his resignation. Mr. Montgomery has agreed to remain through the end of the summer while the Company searches for a new Chief Financial Officer; additionally, Randy Pearce, a member of Ascena’s Board of Directors, Chair of the Audit Committee, and former Chief Financial Officer of Regis Corporation from 1998 to 2011, will increase his involvement in the stewardship of the Company’s finance department during the transition. A copy of the 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 5.02.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number Description

99.1 Press Release dated July 21, 2014.

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: July 21, 2014

By: /s/ David Jaffe  
David Jaffe  
President and Chief  
Executive Officer  
(Principal Executive  
Officer)