





Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(c) Appointment of Principal Officers

Effective March 20, 2008, the Company's Board of Directors appointed John C. Redding the Company's Secretary. Since November 2007, Mr. Redding has served as the Company's General Counsel. During the most recent five year period, Mr. Redding served as Associate General Counsel of Accredited Home Lenders, Inc., a mortgage lender and servicer, and as Associate General Counsel at Encore Capital Group, Inc., a financial services holding company. Mr. Redding had previously served as Director of Product Management of Mitchell International, Inc., an information and technology company, and principal in the Law Offices of John C. Redding, a full service law firm. Mr. Redding earned his Bachelor of Science Degree from Marquette University, Juris Doctorate degree from Southwestern University School of Law, and Masters in Business Administration from San Diego State University.

Mr. Redding's employment is at-will. He receives a salary of \$165,000 per year and received options to purchase 200,000 shares of the Company's common stock at the market price as of the close of business on his date of hire.

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 hereto duly authorized.

Retail Pro, Inc.

Date: March 26, 2008

By: /s/ Barry  
Schechter  
Name: Barry Schechter  
Title: Chief Executive Officer