

**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: August 30, 2012
(Date of earliest event reported)

Zumiez Inc.
(Exact name of registrant as specified in its charter)

WA
(State or other jurisdiction
of incorporation)

000-51300
(Commission File
Number)

91-1040022
(IRS Employer
Identification Number)

4001 204th Street SW, Lynnwood, WA
(Address of principal executive offices)

98036
(Zip Code)

4255511500
(Registrant's telephone number, including area code)

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 August 30, 2012, Zumiez Inc. issued a press release (the "Press Release") reporting its financial results for the second quarter ended July 28, 2012, a copy of which is attached hereto as Exhibit 99.1 and the contents of which are incorporated herein by this reference.

In accordance with General Instruction B.2. of Form 8-K, the information contained in this report and the Press Release shall not be deemed "Filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, 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, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits

(a) Financial statements:

None

(b) Pro forma financial information:

None

(c) Shell company transactions:

None

(d) Exhibits

99.1 [Press Release of Zumiez Inc. dated August 30, 2012](#)

SIGNATURE

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.

Dated: August 30, 2012

ZUMIEZ INC.

By: /s/ Richard M. Brooks
Richard M. Brooks
Chief Executive Officer

Exhibit Index

Exhibit No.

99.1

Description

Press Release of Zumiez Inc. dated August 30, 2012

Zumiez Inc. Announces Fiscal 2012 Second Quarter Results

LYNNWOOD, WA -- (Marketwire - August 30, 2012) - Zumiez Inc. (NASDAQ: ZUMZ) a leading specialty retailer of action sports related apparel, footwear, equipment and accessories, today reported results for the second quarter ended July 28, 2012.

Total net sales for the second quarter ended July 28, 2012 (13 weeks) increased 20.4% to \$135.1 million from \$112.2 million in the quarter ended July 30, 2011 (13 weeks). The second quarter results include our acquisition of Blue Tomato which closed on July 4, 2012. Comparable store sales for the second quarter of fiscal 2012 increased 9.5% on top of a comparable store sales increase of 7.5% in the second quarter of fiscal 2011. Net income in the second quarter of fiscal 2012 was \$2.1 million, or \$0.07 per diluted share, compared to net income of \$2.6 million, or \$0.08 per diluted share, in the second quarter of the prior fiscal year. The results for fiscal 2012 include approximately \$2.5 million, or \$0.07 per diluted share, of Blue Tomato acquisition related costs and operations, and approximately \$1.3 million, or \$0.03 per diluted share, of costs associated with the relocation the Company's ecommerce fulfillment center to Edwardsville, Kansas and its corporate offices to Lynnwood, Washington from Everett, Washington.

Total net sales for the six months (26 weeks) ended July 28, 2012 increased 21.5% to \$265.0 million from \$218.1 million reported for the six months (26 weeks) ended July 30, 2011. Comparable store sales increased 11.1% in the first six months of fiscal 2012 on top of 9.9% for the first six months of 2011.

The Company reported net income of \$6.6 million or \$0.21 per diluted share in the first six months of fiscal 2012 compared to net income for the first six months of the prior fiscal year of \$4.5 million or \$0.14 per diluted share. Results for the first six months of fiscal 2012 include approximately \$2.8 million, or \$0.08 per diluted share, of Blue Tomato acquisition related costs and operations, approximately \$1.6 million, or \$0.03 per diluted share, of costs associated with the relocation the Company's ecommerce fulfillment center to Edwardsville, Kansas and corporate offices to Lynnwood, Washington from Everett, Washington.

At July 28, 2012, the Company had cash and current marketable securities of \$96.8 million, compared to cash and current marketable securities of \$131.9 million at July 30, 2011. The decrease in cash and current marketable securities is a result of the acquisition of Blue Tomato and was funded by the Company's cash balance, offset by cash generated through operations.

Rick Brooks, Chief Executive Officer of Zumiez Inc., stated, "The second quarter was a productive and transformational period for our Company. We continued to expand our North American footprint while at the same time driving a high single digit comparable sales gain. Our teams continue to execute at a very high level to ensure that our merchandise assortments are relevant and that the shopping experience is unique and differentiated regardless of what channel consumers chose to engage with us. We also took a significant step in our long-term plan to create a global action sports business with the acquisition of Blue Tomato. With established leadership in North America and Europe, we are focused on leveraging our combined expertise to take full advantage of the many expansion opportunities that exist in each of our markets."

August 2012 Sales

Total net sales for the four-week period ended August 25, 2012 increased 14.1% to \$75.2 million, compared to \$65.9 million for the four-week period ended August 27, 2011. The Company's comparable store sales increased 3.7% for the four-week period on top of a comparable store sales increase of 4.3% in the year ago period.

Fiscal 2012 Third Quarter Outlook

The Company is introducing guidance for the three months ending October 27, 2012. Net sales are projected to be in the range of \$181 to \$185 million resulting in net income per diluted share of approximately \$0.42 to \$0.45. This guidance is based on an anticipated comparable store sales increase in the 3% to 5% range for the third quarter of fiscal 2012 and reflects a full quarter of operations for Blue Tomato, including approximately \$2.5 million, or \$0.06 per diluted share, in estimated future incentive payments and the amortization of intangible assets, as well as costs of approximately \$1.4 million, or \$0.03 per diluted share, associated with the step-up in inventory to estimated fair value in conjunction with our acquisition of Blue Tomato. The Company currently intends to open approximately 50 new stores in fiscal 2012, including up to 10 stores in Canada, with an opening cadence similar to fiscal 2011. The Company does not anticipate opening a material number of stores in Europe in the current fiscal year.

A conference call will be held today to discuss second quarter fiscal 2012 results and will be webcast at 5:00 p.m. ET on <http://ir.zumiez.com>. Participants may also dial (617)-614-3523 followed by the conference identification code of 54110183.

About Zumiez Inc.

Zumiez is a leading multi-channel specialty retailer of action sports related apparel, footwear, equipment and accessories, focusing on skateboarding, snowboarding, surfing, motocross and BMX for young men and women. As of August 25, 2012 we operated 486 stores, 463 in the United States, 18 in Canada, and 5 in Europe. In the United States and Canada we operate under the name Zumiez and in Europe we operate under the name Blue Tomato. Additionally, we operate ecommerce web sites under www.zumiez.com and www.blue-tomato.com.

Safe Harbor Statement

Certain statements in this press release and oral statements relating thereto made from time to time by representatives of the Company may constitute forward-looking statements for purposes of the safe harbor provisions under the Private Securities Litigation Reform Act of 1995. These statements include, without limitation, predictions and guidance relating to the Company's future financial performance, brand and product category diversity, ability to adjust product mix, integration of acquired businesses, growing customer demand for our products and new store openings. In some cases, you can identify forward-looking statements by terminology such as, "may," "should," "expects," "plans," "anticipates," "believes," "estimates," "predicts," "potential," "continue," or the negative of these terms or other comparable terminology. These forward-looking statements are based on management's current expectations but they involve a number of risks and

uncertainties. Actual results and the timing of events could differ materially from those anticipated in the forward-looking statements as a result of risks and uncertainties, which include, without limitation, those described in the Company's quarterly report on Form 10-Q for the quarter ended April 28, 2012 as filed with the Securities and Exchange Commission and available at www.sec.gov. You are urged to consider these factors carefully in evaluating the forward-looking statements herein and are cautioned not to place undue reliance on such forward-looking statements, which are qualified in their entirety by this cautionary statement. The forward-looking statements speak only as of the date on which they are made and the Company undertakes no obligation to publicly update such forward-looking statements to reflect subsequent events or circumstances.

ZUMIEZ INC.
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
 (In thousands, except per share amounts)
 (Unaudited)

	Three Months Ended			
	July 28, 2012	% of Sales	July 30, 2011	% of Sales
Net sales	\$ 135,066	100.0%	\$ 112,213	100.0%
Cost of goods sold	88,641	65.6%	75,151	67.0%
Gross profit	46,425	34.4%	37,062	33.0%
Selling, general and administrative expenses	42,647	31.6%	33,512	29.8%
Operating profit	3,778	2.8%	3,550	3.2%
Interest income, net	427	0.3%	434	0.4%
Other income, net	611	0.5%	3	0.0%
Earnings before income taxes	4,816	3.6%	3,987	3.6%
Provision for income taxes	2,730	2.1%	1,396	1.3%
Net income	\$ 2,086	1.5%	\$ 2,591	2.3%
Basic earnings per share	\$ 0.07		\$ 0.08	
Diluted earnings per share	\$ 0.07		\$ 0.08	
Weighted average shares used in computation of earnings per share:				
Basic	30,922		30,521	
Diluted	31,460		31,081	

ZUMIEZ INC.
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
 (In thousands, except per share amounts)
 (Unaudited)

	Six Months Ended			
	July 28, 2012	% of Sales	July 30, 2011	% of Sales

Net sales	\$ 264,965	100.0%	\$ 218,064	100.0%
Cost of goods sold	176,439	66.6%	147,812	67.8%
Gross profit	88,526	33.4%	70,252	32.2%
Selling, general and administrative expenses	77,486	29.2%	64,150	29.4%
Operating profit	11,040	4.2%	6,102	2.8%
Interest income, net	917	0.3%	947	0.5%
Other income, net	628	0.2%	58	0.0%
Earnings before income taxes	12,585	4.7%	7,107	3.3%
Provision for income taxes	5,972	2.2%	2,630	1.2%
Net income	\$ 6,613	2.5%	\$ 4,477	2.1%
Basic earnings per share	\$ 0.21		\$ 0.15	
Diluted earnings per share	\$ 0.21		\$ 0.14	
Weighted average shares used in computation of earnings per share:				
Basic	30,847		30,432	
Diluted	31,439		31,072	

ZUMIEZ INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands)

	July 28, 2012	January 28, 2012	July 30, 2011
Assets	(Unaudited)		(Unaudited)
Current assets			
Cash and cash equivalents	\$ 12,610	\$ 14,779	\$ 14,157
Marketable securities	84,212	158,019	117,744
Receivables	11,255	6,284	10,690
Income taxes receivable	747	-	1,894
Inventories	99,699	65,037	84,394
Prepaid expenses and other	9,909	7,907	7,669
Deferred tax assets	4,019	1,477	2,328
Total current assets	222,451	253,503	238,876
Fixed assets, net	111,411	89,478	83,713
Goodwill	59,547	13,154	13,154
Intangible assets, net	19,383	-	-
Long-term other assets	5,353	6,022	7,624
Total long-term assets	195,694	108,654	104,491
Total assets	\$ 418,145	\$ 362,157	\$ 343,367

Liabilities and Shareholders' Equity
Current liabilities

Trade accounts payable	\$ 57,630	\$ 21,743	\$ 50,657
Accrued payroll and payroll taxes	7,637	9,062	6,074
Income taxes payable	1,257	5,835	-
Deferred rent and tenant allowances	4,579	4,230	4,138
Other liabilities	18,566	14,706	12,611
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Total current liabilities	89,669	55,576	73,480
Long-term deferred rent and tenant allowances	36,329	32,321	31,501
Long-term deferred tax liabilities	5,256	-	-
Long-term debt and other liabilities	4,454	1,983	1,899
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Total long-term liabilities	46,039	34,304	33,400
	-----	-----	-----
Total liabilities	135,708	89,880	106,880
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Commitments and contingencies			
Shareholders' equity			
Preferred stock, no par value, 20,000 shares authorized; none issued and outstanding	-	-	-
Common stock, no par value, 50,000 shares authorized; 31,353 shares issued and outstanding at July 28, 2012, 31,170 shares issued and outstanding at January 28, 2012 and 31,094 shares issued and outstanding at July 30, 2011	104,862	99,412	96,468
Accumulated other comprehensive (loss) income	(1,768)	135	163
Retained earnings	179,343	172,730	139,856
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Total shareholders' equity	282,437	272,277	236,487
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Total liabilities and shareholders' equity	\$ 418,145	\$ 362,157	\$ 343,367
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ZUMIEZ INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Six Months Ended	
	July 28, 2012	July 30, 2011
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Cash flows from operating activities:		
Net income	\$ 6,613	\$ 4,477
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation, amortization and accretion	10,658	9,574
Deferred taxes	(1,177)	1,511
Stock-based compensation expense	3,037	2,772
Excess tax benefit from stock-based compensation	(2,065)	(1,658)
Lease termination costs	920	-
Other	(183)	(78)
Changes in operating assets and liabilities:		
Receivables	(4,452)	(4,410)
Inventories	(26,896)	(28,073)
Prepaid expenses and other	(1,904)	(413)

Trade accounts payable	33,583	33,394
Accrued payroll and payroll taxes	(2,156)	(1,506)
Income taxes payable	(4,503)	(4,674)
Deferred rent and tenant allowances	4,158	4,341
Other liabilities	(1,120)	(3,995)
	-----	-----
Net cash provided by operating activities	14,513	11,262
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Cash flows from investing activities:		
Additions to fixed assets	(21,904)	(9,959)
Acquisitions, net of cash acquired	(69,685)	-
Purchases of marketable securities and other investments	(65,655)	(72,572)
Sales and maturities of marketable securities and other investments	138,555	71,358
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Net cash used in investing activities	(18,689)	(11,173)
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Cash flows from financing activities:		
Payments on long-term debt	(109)	-
Proceeds from exercise of stock-based compensation, net of withholding tax payments	347	996
Excess tax benefit from stock-based compensation	2,065	1,658
	-----	-----
Net cash provided by financing activities	2,303	2,654
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Effect of exchange rate changes on cash and cash equivalents	(296)	57
Net (decrease) increase in cash and cash equivalents	(2,169)	2,800
Cash and cash equivalents, beginning of period	14,779	11,357
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Cash and cash equivalents, end of period	\$ 12,610	\$ 14,157
	=====	=====
Supplemental disclosure on cash flow information:		
Cash paid during the period for income taxes	11,624	5,789
Accrual for purchases of fixed assets	7,355	4,217

Company Contact:

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