

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 10-Q

☒ Quarterly Report Pursuant To Section 13 or 15(d) of
 The Securities Exchange Act of 1934

For the quarterly period ended November 27, 1998

OR

☐ Transition Report Pursuant To Section 13 or 15(d) of
 The Securities Exchange Act of 1934

For the transition period from ----- to -----

Commission File Number 1-4365

OXFORD INDUSTRIES, INC.

 (Exact name of registrant as specified in its charter)

Georgia

58-0831862

 (State or other jurisdiction of
 incorporation or organization)

 (I.R.S. Employer
 Identification Number)

222 Piedmont Avenue, N.E., Atlanta, Georgia 30308

(Address of principal executive offices)
 (Zip Code)

(404) 659-2424

 (Registrant's telephone number, including area code)

Not Applicable

 (Former name, former address and former fiscal year, if changed since
 last report.)

Indicate by check mark whether the registrant (1) has filed all
 reports required to be filed by Section 13 or 15(d) of the Securities
 Exchange Act of 1934 during the preceding 12 months (or for such
 shorter period that the registrant was required to file such reports),
 and (2) has been subject to such filing requirements for the past 90
 days.

Yes ☒ No ☐

 Indicate the number of shares outstanding of each of the issuer's
 classes of common stock, as of the latest practicable date.

Title of each class	Number of shares outstanding as of January 4, 1999
-----	-----
Common Stock, \$1 par value	8,290,008

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements.

OXFORD INDUSTRIES, INC
CONSOLIDATED STATEMENT OF EARNINGS
SIX MONTHS AND QUARTERS ENDED NOVEMBER 27, 1998 AND NOVEMBER 28, 1997
(UNAUDITED)

	Six Months Ended		Quarter Ended	
\$ in thousands except per share amounts	November 27, 1998	November 28, 1997	November 27, 1998	November 28, 1997
Net Sales	\$431,127	\$401,304	\$232,521	\$208,062
Costs and Expenses:				
Cost of goods sold	347,420	322,980	188,846	166,383
Selling, general and administrative	58,514	54,701	29,011	27,906
Interest	2,231	1,999	1,482	1,018
Total Costs and Expenses	408,165	379,680	219,339	195,307
Earnings Before Income Taxes	22,962	21,624	13,182	12,755
Income Taxes	8,955	8,433	5,141	4,974
Net Earnings	\$ 14,007	\$13,191	\$ 8,041	\$ 7,781
Basic Earnings Per Common Share	\$1.63	\$1.49	\$0.95	\$0.88
Diluted Earnings Per Common Share	\$1.61	\$1.47	\$0.94	\$0.87
Basic Number of Shares Outstanding	8,590,730	8,826,844	8,406,712	8,845,774
Diluted Number of Shares Outstanding	8,719,552	8,953,429	8,512,134	8,964,559
Dividends Per Share	\$0.40	\$0.40	\$0.20	\$0.20

See notes to consolidated financial statements.

OXFORD INDUSTRIES, INC.
CONSOLIDATED BALANCE SHEETS
NOVEMBER 27, 1998, MAY 29, 1998 AND NOVEMBER 28, 1997
(UNAUDITED EXCEPT FOR MAY 29, 1998)

\$ in thousands - - - - -	November 27, 1998	May 29, 1998	November 28, 1997
Assets - - - - -			
Current Assets:			
Cash	\$ 4,042	\$ 10,069	\$ 3,274
Receivables	119,974	100,789	112,458
Inventories:			

Finished goods	92,368	89,906	78,520
Work in process	26,873	24,330	24,102
Fabric, trim & supplies	31,985	32,472	30,801
	-----	-----	-----
	151,226	146,708	133,423
Prepaid expenses	15,442	13,621	12,829
	-----	-----	-----
Total Current Assets	290,684	271,187	261,984
Property Plant and Equipment	38,333	35,682	34,429
Other Assets	12,048	4,621	5,164
	-----	-----	-----
Total Assets	\$341,065	\$311,490	\$301,577
	=====	=====	=====

Liabilities and Stockholders' Equity

Current Liabilities			
Notes payable	\$45,500	\$11,500	\$10,500
Trade accounts payable	56,437	57,105	52,539
Accrued compensation	10,492	12,020	10,891
Other accrued expenses	21,214	18,883	21,401
Dividends payable	1,658	1,765	1,771
Income taxes	1,231	-	296
Current maturities of long-term debt	445	449	1,946
	-----	-----	-----
Total Current Liabilities	136,977	101,722	99,344
Long-Term Debt, less current maturities	41,253	41,428	41,680
Noncurrent Liabilities	4,500	4,500	4,500
Deferred Income Taxes	3,849	4,071	3,252
Stockholders' Equity:			
Common stock	8,289	8,824	8,854
Additional paid in capital	11,271	11,554	11,341
Retained earnings	134,926	139,391	132,606
	-----	-----	-----
Total Stockholders' Equity	154,486	159,769	152,801
	-----	-----	-----
Total Liabilities and Stockholders' Equity	\$341,065	\$311,490	\$301,577
	=====	=====	=====

See notes to consolidated financial statements.

OXFORD INDUSTRIES, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
SIX MONTHS ENDED NOVEMBER 27, 1998 AND NOVEMBER 28, 1997
(UNAUDITED)

	November 27,	November 28,
	1998	1997
Cash Flows From Operating Activities	-----	-----
Net earnings	\$ 14,007	\$ 13,191
Adjustments to reconcile net earnings to net cash provided by (used in) operating activities:		
Depreciation and amortization	4,280	3,895
Gain on sale of property, plant and equipment	(47)	(48)
Changes in working capital:		
Receivables	(19,133)	(34,687)
Inventories	9,603	16,358

Prepaid expenses	(1,724)	3,251
Trade accounts payable	(888)	(6,985)
Accrued expenses and other current liabilities	(2,709)	4,050
Income taxes payable	1,231	296
Deferred income taxes	(222)	247
Other noncurrent assets	(51)	(33)
Net cash provided by (used in)	-----	-----
operating activities	4,347	(465)
Cash Flows From Investing Activities		

Acquisitions	(21,403)	-
Purchase of property, plant and equipment	(3,584)	(3,320)
Proceeds from sale of property, plant and equipment	187	87
	-----	-----
Net cash used in investing activities	(24,800)	(3,233)
Cash Flows From Financing Activities		

Short-term borrowings	34,000	6,500
Payments on long-term debt	(179)	(948)
Proceeds from exercise of stock options	361	1,627
Purchase and retirement of common stock	(16,267)	-
Dividends on common stock	(3,489)	(3,520)
Net cash provided by	-----	-----
financing activities	14,426	3,659
Net change in Cash and Cash Equivalents	(6,027)	(39)
Cash and Cash Equivalents at Beginning of Period	10,069	3,313
	-----	-----
Cash and Cash Equivalents at End of Period	\$ 4,042	\$ 3,274
	=====	=====
Supplemental Disclosure of Cash Flow Information		

Cash paid for:		
Interest	\$ 2,305	\$ 2,064
Income taxes	8,595	6,427

See notes to consolidated financial statements.

OXFORD INDUSTRIES, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
QUARTERS ENDED NOVEMBER 27, 1998 AND NOVEMBER 28, 1997

- The foregoing unaudited consolidated financial statements reflect all adjustments which are, in the opinion of management, necessary to a fair statement of the results for the interim periods. All such adjustments are of a normal recurring nature. The results for interim periods are not necessarily indicative of results to be expected for the year.
- The financial information presented herein should be read in conjunction with the consolidated financial statements included in the Registrant's Annual Report on Form 10-K for the fiscal year ended May 29, 1998.
- The Company is involved in certain legal matters primarily arising in the normal course of business. In the opinion of management, the Company's liability under any of these matters would not materially affect its financial condition or results of operations.

Item 2. Management's Discussion and Analysis of Financial Condition
and Results of Operations.

NET SALES

Net sales for the second quarter of the 1999 fiscal year, which ended November 27, 1998, increased 11.8% from net sales for the same period of the prior year. Net sales for the first six months of the current year increased 7.4% from net sales for the same period of the prior year.

Most of the increase in net sales for the second quarter came from Next Day Apparel, Inc. (Next Day), whose assets were acquired at the beginning of the quarter. The net sales increase by the Company's ongoing operations in the second quarter was led by Lanier Clothes, the Company's Tailored Clothing Group, where sales increases in Nautica, Oscar de la Renta, Geoffrey Beene and Women's Tailored Clothing were partially offset by a sales decline in private label. The Oxford Shirt Group had higher sales with increased sales in OxSport, the private label sport shirt division, Tommy Hilfiger Dress Shirts, Polo/Ralph Lauren for Boys and Ely & Walker and sales declines in Oxford Shirts, the private label dress shirt division, and Tommy Hilfiger Golf. The Tommy Hilfiger Golf decline was due to the Company's decision to further restrict distribution. The Womenswear Group generated increased sales in its Collections and Separates divisions, offset by a sales decline in its Catalog & Special Markets division. Oxford Slacks experienced a sales decline primarily attributable to weak sales in the specialty catalog sector.

In the second quarter of the current year, the Company experienced an 18.0% increase in unit volume and a decline of 5.2% in the weighted average sales price per unit. For the first half of the current year, the Company experienced a 9.9% increase in unit volume and a decline of 2.0% in the weighted average sales price per unit. The single greatest contributor to this change was the Next Day acquisition, which is a lower cost - lower margin private label business.

COST OF GOODS SOLD

Cost of goods sold as a percentage of net sales was 81.2% in the second quarter of the current year and 80.0% in the second quarter of the previous year. For the first half of the current year, cost of goods sold as a percentage of net sales was 80.6% compared to 80.5% for the first half of the prior year. The increase in cost of goods sold as a percentage of net sales was due to a number of factors. The Company began sewing operations in its new facilities in Honduras and Mexico during the quarter. The acquisition of Next Day, while accretive to earnings, lowered the overall gross margin of the Company. The Company experienced some damage and disruption of six of its facilities in the Dominican Republic and Honduras due to Hurricanes Georges and Mitch. All six plants impacted by the hurricanes are now back to normal operations. During the second quarter, the Company announced the closure of its domestic sewing facility in Luverne, Alabama. Subsequent to the end of the second quarter, the Company announced the closure of its domestic sewing facility in Fayette, Alabama.

SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Selling, general and administrative (S G & A) expenses increased by 4.0% from \$27,906,000 or 13.4% of net sales in the second quarter of the prior year to \$29,011,000 or 12.5% of net sales in the second quarter of the current year. S G & A increased by 7.0% from \$54,701,000 or 13.6% of net sales in the first half of the prior year to \$58,514,000 or 13.6% of net sales in the first half of the current year. The largest contributor to the decreased ratio of S G & A to net sales in the second quarter was the acquisition of Next Day with its lower S G & A structure. Offsetting the Next Day impact somewhat was the continued increase in licensed designer business which has an S G & A structure more than twice the expense levels of the Company's private label business.

INTEREST EXPENSE

Net interest expense increased by 45.6% from \$1,018,000 or 0.5% of sales in the second quarter of the prior year to \$1,482,000 or 0.6% of net sales in the second quarter of the current year. For the first half of the current year, net interest expense increased by 11.6% from \$1,999,000 or 0.5% of sales in the first half of the prior year to \$2,231,000 or 0.5% of net sales in the first half of the current year. The increase in interest expense was primarily due to higher borrowings for the acquisition of Next Day and repurchase of the Company's common stock.

INCOME TAXES

The Company's effective tax rate was 39.0% in the second quarter and first half of both the current year and the previous year and does not differ significantly from the Company's statutory rate.

FUTURE OPERATING RESULTS

The Company anticipates continued challenging conditions in the apparel sector where a highly promotional environment will keep pressure on operating margins. The Company will continue to invest in its strategic initiatives in marketing and manufacturing. Barring any worsening of business conditions, the Company expects a moderate increase in sales and earnings compared to last year's second half.

YEAR 2000

The Company is working to resolve the effects of the Year 2000 issue on its information systems. The Year 2000 issue, which is common to most businesses, concerns the inability of information systems to properly recognize and process dates and date sensitive information on and beyond January 1, 2000. In 1996, the Company began a Company-wide assessment of the vulnerability of its systems to the Year 2000 issue. Based on such assessment, the Company has developed a Year 2000 compliance plan, under which all key information systems are being tested, and non-compliant software or technology is being modified or replaced. The Company is also surveying the Year 2000 compliance status and compatibility of customers and suppliers systems which interface with the Company's systems or could otherwise impact the Company's operations.

While the Company currently believes it will be able to modify or replace its affected systems in ample time to minimize any detrimental effects on its operations, failure to do so, or the failure of the Company's major customers and suppliers to modify or replace their affected systems, could have a material adverse impact on the Company's results of operations, liquidity or consolidated financial positions in the future. The most reasonably likely worst case scenario of failure by the Company or its customers or suppliers to resolve the Year 2000 issue would be a temporary slow down or cessation of manufacturing operations at one or more of the Company's facilities and a temporary inability on the part of the Company to timely process orders and billings and to deliver finished product to customers. The Company is considering various contingency options, including identification of alternate suppliers, vendors and service providers, and manual alternatives to systems operation, which will allow the Company to minimize the risks of any unresolved Year 2000

problems on its operations, and to minimize the effect of any unforeseen Year 2000 failures. The Company currently estimates the incremental cost of the work needed to resolve the Year 2000 issue will not materially impact the Company's financial condition or results of operations.

LIQUIDITY AND CAPITAL RESOURCES

OPERATING ACTIVITIES

Operating activities generated \$4,347,000 in the first half of the current year and used \$465,000 in the first half of the prior year. The primary factors contributing to the change in the amount of funds generated was a smaller increase in receivables than in the prior year slightly offset by a smaller decrease in inventory than in the prior year.

INVESTING ACTIVITIES

Investing activities used \$24,800,000 in the first half of the current year and used \$3,233,000 in the first half of the prior year. The primary factors contributing to the change in the use of funds was the acquisition of the assets of Next Day Apparel, Inc.

FINANCING ACTIVITIES

Financing activities generated \$14,426,000 in the first half of the current year and \$3,659,000 in the first half of the previous year. The primary factors contributing to this change was increased short-term borrowings somewhat offset by the purchase and retirement of the Company's common stock. The increase in short-term borrowing was primarily due to the acquisition of Next Day and the purchase of Company stock.

On January 4, 1999, the Company's Board of Directors declared a cash dividend of \$.21 per share payable on February 27, 1999 to shareholders of record on February 12, 1999. This is a 5% increase from the previous quarterly dividend of \$.20 per share.

During the first half, the Company purchased on the open market and retired 550,000 shares of the Company's common stock. Subsequent to the end of the second quarter up to January 4, 1999, the Company purchased on the open market and retired 80,000 shares of the Company's common stock.

During the first half, the Company issued 18,920 shares of the Company's common stock in conjunction with the Company's employee stock option plans.

WORKING CAPITAL

Working capital increased from \$162,640,000 at the end of the second quarter of the prior year to \$169,465,000 at the end of the 1998 fiscal year and decreased to \$153,707,000 at the end of the second quarter of the current year. The ratio of current assets to current liabilities was 2.6 at the end of the second quarter of the prior year, 2.7 at the end of the prior fiscal year, and 2.1 at the end of the second quarter of the current year.

FUTURE LIQUIDITY AND CAPITAL RESOURCES

The Company believes it has the ability to generate cash and/or has available borrowing capacity to meet its foreseeable needs. The sources of funds primarily include funds provided by operations and both short-term and long-term borrowings. The uses of funds primarily include working capital requirements, capital expenditures, acquisitions, dividends and repayment of short-term and long-term

debt. The Company regularly utilizes committed bank lines of credit and other uncommitted bank resources to meet working capital requirements. On November 27, 1998, the Company had available for its use lines of credit with several lenders aggregating \$52,000,000. The Company has agreed to pay commitment fees for these available lines of credit. On November 27, 1998, \$52,000,000 was in use under these lines, of which \$40,000,000 was long-term. In addition, the Company has \$220,500,000 in uncommitted lines of credit, of which \$137,500,000 is reserved exclusively for letters of credit. The Company pays no commitment fees for these available lines of credit. On November 27, 1998, \$33,500,000 was in use under these lines of credit. Maximum borrowings from all these sources during the current year were \$108,500,000 of which \$40,000,000 was long-term. The Company anticipates continued use and availability of both committed and uncommitted resources as working capital needs may require.

The Company considers possible acquisitions of apparel-related businesses that are compatible with its long-term strategies. The Company's Board of Directors has authorized the Company to purchase shares of the Company's common stock on the open market and in negotiated trades as conditions and opportunities warrant. There are no present plans to sell securities (other than through employee stock option plans and other employee benefits) or enter into off-balance sheet financing arrangements.

SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

Certain statements included herein are "forward-looking statements" within the meaning of the federal securities laws. This includes any statements concerning plans and objectives of management relating to the Company's operations or economic performance, and assumptions related thereto. In addition, the Company and its representatives may from time to time make other oral or written statements that are also forward-looking statements.

These forward-looking statements are made based on management's expectations and beliefs concerning future events impacting the Company and therefore involve a number of risks and uncertainties. Management cautions that forward-looking statements are not guarantees and that actual results could differ materially from those express or implied in the forward-looking statements.

Important factors that could cause the actual results of operations or financial condition of the Company to differ include, but are not necessarily limited to, general economic and apparel business conditions, continued retailer and consumer acceptance of company products, and global manufacturing costs.

ADDITIONAL INFORMATION

For additional information concerning the Company's operations, cash flows, liquidity and capital resources, this analysis should be read in conjunction with the Consolidated Financial Statements and the Notes to Consolidated Financial Statements contained in the Company's Annual Report for the fiscal year ended May 29, 1998.

PART II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K.

(a) Exhibits.

27 Financial Data Schedule.

(b) Reports on Form 8-K.

On September 2, 1998, The Registrant filed a report on Form 8-K.

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.

OXFORD INDUSTRIES, INC.

(Registrant)

/s/Ben B. Blount, Jr.

Ben B. Blount, Jr.

Chief Financial Officer

Date: January 7, 1999

<ARTICLE> 5

<LEGEND>

This schedule contains summary financial information extracted from SEC Form 10-Q and is qualified in its entirety by reference to such financial statements.

</LEGEND>

<MULTIPLIER> 1,000

<PERIOD-TYPE>	6-MOS	
<FISCAL-YEAR-END>		MAY-28-1999
<PERIOD-END>		NOV-27-1998
<CASH>		4,042
<SECURITIES>		0
<RECEIVABLES>		124,662
<ALLOWANCES>		4,688
<INVENTORY>		151,226
<CURRENT-ASSETS>		290,684
<PP&E>		114,934
<DEPRECIATION>		76,601
<TOTAL-ASSETS>		341,065
<CURRENT-LIABILITIES>		136,977
<BONDS>		0
<PREFERRED-MANDATORY>		0
<PREFERRED>		0
<COMMON>		8,289
<OTHER-SE>		146,197
<TOTAL-LIABILITY-AND-EQUITY>		341,065
<SALES>		431,127
<TOTAL-REVENUES>		431,127
<CGS>		347,420
<TOTAL-COSTS>		347,420
<OTHER-EXPENSES>		58,514
<LOSS-PROVISION>		0
<INTEREST-EXPENSE>		2,231
<INCOME-PRETAX>		22,962
<INCOME-TAX>		8,955
<INCOME-CONTINUING>		14,007
<DISCONTINUED>		0
<EXTRAORDINARY>		0
<CHANGES>		0
<NET-INCOME>		14,007
<EPS-PRIMARY>		1.63
<EPS-DILUTED>		1.61

OXFORD INDUSTRIES, INC.
222 Piedmont Avenue, N.E.
Atlanta, Georgia 30308
(404) 659-2424

January 7, 1999

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Attention: Document Control - EDGAR

Re: Oxford Industries, Inc.
1999 Second Quarter Form 10-Q

Ladies and Gentlemen:

Enclosed for filing by Oxford Industries, Inc. (the "Company") by direct transmission is the Company's Form 10-Q for the fiscal quarter ended November 27, 1998.

One complete copy of this Report is being mailed today to the New York Stock Exchange, on which the common stock of the Company is listed.

Please direct any questions or comments to the attention of the undersigned.

Very Truly Yours,

OXFORD INDUSTRIES, INC.

/s/Ben B. Blount, JR.

Ben B. Blount, Jr.
Chief Financial Officer

Enclosures

cc: New York Stock Exchange