SWARTZ JOANNE

Form 4

November 23, 2004

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** SWARTZ JOANNE			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	STAGE STORES INC [STGS] 3. Date of Earliest Transaction	(Check all applicable)		
10201 S MA	AIN ST.		(Month/Day/Year) 11/19/2004	Director 10% Owner _X Officer (give title Other (specify below) SVP, Advertising and Marketing		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HOUSTON	r, TX 77025		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabla I - Non-Darivativa Sacuritias Ac	quired Disposed of or Repeticially Owner		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit corr Dispos (Instr. 3, 4)	ed of (` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/19/2004		M	12,500	A	\$ 13.75	12,500	D	
Common Stock	11/19/2004		M	9,205	A	\$ 15	21,705	D	
Common Stock	11/19/2004		S	15,000 (1)	D	\$ 37.5	6,705	D	
Common Stock	11/19/2004		S	6,705 (1)	D	\$ 38	0	D	
Common Stock	11/23/2004		M	3,295	A	\$ 15	3,295	D	

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Common Stock	11/23/2004	M	5,000	A	\$ 16.25	8,295	D
Common Stock	11/23/2004	S	900 (1)	D	\$ 38.13	7,395	D
Common Stock	11/23/2004	S	2,700 (1)	D	\$ 38.12	4,695	D
Common Stock	11/23/2004	S	1,200 (1)	D	\$ 38.11	3,495	D
Common Stock	11/23/2004	S	200 (1)	D	\$ 38.09	3,295	D
Common Stock	11/23/2004	S	100 (1)	D	\$ 38.07	3,195	D
Common Stock	11/23/2004	S	100 (1)	D	\$ 38.05	3,095	D
Common Stock	11/23/2004	S	895 (1)	D	\$ 38.04	2,200	D
Common Stock	11/23/2004	S	100 (1)	D	\$ 38.035	2,100	D
Common Stock	11/23/2004	S	1,100 (1)	D	\$ 38.03	1,000	D
Common Stock	11/23/2004	S	1,000 (1)	D	\$ 38	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	e	Underlying S	Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Y	ear)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Disposed of				
	Security				(D)				
					(Instr. 3, 4,				
					and 5)				
									Amount
						Date	Expiration		or
						Exercisable	Date	Title	Number
				Code V	(A) (D)	2.101010			of Shares
Stock	\$ 13.75	11/19/2004		M	12,500	08/24/2004	08/24/2011	Common	12,500
Option								Stock	

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(right to buy)							
Stock Option (right to buy)	\$ 15	11/19/2004	M	9,205	08/24/2004 08/24	4/2011 Common Stock	9,205
Stock Option (right to buy)	\$ 15	11/23/2004	M	3,295	08/24/2004 08/24	4/2011 Common Stock	3,295
Stock Option (right to buy)	\$ 16.25	11/23/2004	M	5,000	08/24/2004 08/24	4/2011 Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

SWARTZ JOANNE 10201 S MAIN ST. HOUSTON, TX 77025

SVP, Advertising and Marketing

Signatures

/s/ Joanne Swartz

**Signature of Date

**Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This sale was made pursuant to a pre-established, written plan for trading securities pursuant to Rule 10b5-1 adopted by the SEC pursuant to the Securities Exchange Act of 1934.
 - On August 24, 2001, the reporting person was granted stock options for 150,000 shares in three groupings with per share exercise prices of \$13.75, \$15.00 and \$16.25, respectively. The right to exercise these options vests over four years from August 24, 2001, with 25% of
- (2) each grouping vesting at the end of each of the first four years following the date of grant, and will expire on the earlier of (i) sixty days after the termination of the Officer's employment with the Company, or (ii) ten years from the date of grant. The stock options exercised and reported on this Form 4 are a portion of that grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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