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 July 15, 2004 Date of Report (Date of earliest event reported) CHARLOTTE RUSSE HOLDING, INC. (Exact name of Registrant as specified in charter) 0-27677 33-0724325 (Commission File Number) (I.R.S. Employer

Delaware (State or other jurisdiction

of incorporation)

Identification No.)

4645 Morena Boulevard

San Diego, California 92117

(858) 587-1500

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(Address, including zip code, and telephone number, including area code, of principal executive officers)

N/A

(Former name or former address, if changed since last report)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit No.	Document Description
99.1	Press Release dated July 15, 2004

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

A copy of the press release issued by Charlotte Russe Holding, Inc. on Thursday, July 15, 2004, describing its results of operations for the third quarter of fiscal 2004 ended June 26, 2004.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.			
	CHARLOT	CHARLOTTE RUSSE HOLDING, INC.	
Dated: July 15, 2004	By:	/s/ DANIEL T. CARTER	

Daniel T. Carter Executive Vice President and Chief Financial Officer