

HELEN OF TROY LTD  
Form 8-K  
May 18, 2004

**UNITES STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event report): May 14, 2004

**HELEN OF TROY LIMITED**

(Exact name of registrant as specified in its charter)

Bermuda  
(State of other jurisdiction  
of incorporation)

001-14669  
(Commission  
File Number)

74-2692550  
(IRS Employer  
Identification No.)

**CLARENDON HOUSE  
CHURCH STREET  
HAMILTON, BERMUDA**

(Business address of registrant)

**ONE HELEN OF TROY PLAZA  
EL PASO, TEXAS 79912**

(United States mailing address of registrant)

Registrant's telephone number, including area code: (915) 225-8000

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**HELEN OF TROY LIMITED**

**ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL EXHIBITS**

(c) EXHIBITS

The following exhibits are furnished with this report on Form 8-K:

| Exhibit No. | Description                               |
|-------------|---|
| 99.1        | Press Release, dated May 14, 2004         |
| 99.2        | Text of conference call held May 14, 2004 |

**ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

The information in his Form 8-K and the Exhibits attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Acts of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Acts of 1933 or any proxy statement or report or other document we may file with the SEC, regardless of any general incorporation language in any such filing, except as shall be expressly set forth by specified reference in such filing.

On May 14, 2004, Helen of Troy Limited issues a press release announcing its results for its fourth quarter and fiscal year ended February 29, 2004. A copy of this press release is attached hereto as Exhibit 99.1. Additionally, on May 14, 2004, Helen of Troy Limited held a conference call discussing its results for the same periods mentioned above. A copy of the text of this conference call is attached hereto as Exhibit 99.2.

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**HELEN OF TROY LIMITED**

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 hereunto duly authorized.

HELEN OF TROY LIMITED

May 18, 2004  
Date

By: /s/ Thomas J. Benson

Thomas J. Benson  
Senior Vice-President  
Senior Vice-President, Finance  
and Chief Financial Officer  
(Principal Financial Officer)