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

FORM 10-Q

(MARK ONE)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended August 1, 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 0-20036

THE MEN'S WEARHOUSE, INC.
(Exact Name of Registrant as Specified in its Charter)

TEXAS 74-1790172
(State or Other Jurisdiction of (I.R.S. Employer
Incorporation or Organization) Identification Number)

5803 GLENMONT DRIVE
HOUSTON, TEXAS 77081-1701
(Address of Principal Executive Offices) (Zip Code)

(713) 592-7200
(Registrant's telephone number, including area code)

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 .

The number of shares of Common Stock, par value \$.01 per share, of the Registrant outstanding at September 8, 1998 was 33,279,352.

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The Consolidated Financial Statements herein have been prepared by the Company without audit, pursuant to the rules and regulations of the Securities and Exchange Commission (the "SEC"). As applicable under such regulations, certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. The Company believes that the presentation and disclosures herein are adequate to make the information not misleading, and the financial statements reflect all elimination entries and normal adjustments which are necessary for a fair statement of the results for the three and six months ended August 2, 1997 and August 1, 1998.

Operating results for interim periods are not necessarily indicative of the results for full years. It is suggested that these consolidated financial statements be read in conjunction with the consolidated financial statements for the year ended January 31, 1998 and the related notes thereto included in the Company's 1997 Annual Report on Form 10-K filed with the SEC.

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THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In thousands)

<TABLE>
<CAPTION>

	August 2, 1997	August 1, 1998	January 31, 1998
	----- (Unaudited)	----- (Unaudited)	----- (Audited)
ASSETS			
<S>	<C>	<C>	<C>
CURRENT ASSETS:			
Cash	\$ 27,490	\$ 6,568	\$ 59,883
Inventories	205,106	244,481	203,390
Other current assets	10,301	13,234	14,297
	-----	-----	-----
Total current assets	242,897	264,283	277,570
	-----	-----	-----
PROPERTY AND EQUIPMENT, NET	75,800	92,851	81,266
	-----	-----	-----
OTHER ASSETS	19,860	26,194	20,579
	-----	-----	-----
Total assets	\$ 338,557	\$ 383,328	\$ 379,415
	=====	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES:			
Accounts payable	\$ 50,392	\$ 55,236	\$ 51,817
Accrued expenses	21,004	23,875	33,408
Income taxes payable	2,397	2,461	9,765
Other current liabilities	181	--	19
	-----	-----	-----
Total current liabilities	73,974	81,572	95,009
	-----	-----	-----
LONG-TERM DEBT	57,500	57,500	57,500
	-----	-----	-----
OTHER LIABILITIES	7,199	7,008	6,858
	-----	-----	-----
SHAREHOLDERS' EQUITY:			
Common Stock	220	222	221
Capital in excess of par	109,317	112,171	109,969
Retained earnings	90,688	124,931	110,199
	-----	-----	-----
200,225	237,324	220,389	
Less:			
Treasury stock, at cost	(341)	(76)	(341)
	-----	-----	-----
Total shareholders' equity	199,884	237,248	220,048
	-----	-----	-----
Total liabilities and shareholders' equity	\$ 338,557	\$ 383,328	\$ 379,415
	=====	=====	=====

</TABLE>

See Notes to Consolidated Financial Statements

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THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS
(Unaudited)
(In thousands, except per share data)

<TABLE>
<CAPTION>

For the Three Months Ended		For the Six Months Ended	
August 2, 1997	August 1, 1998	August 2, 1997	August 1, 1998
-----	-----	-----	-----

<S>	<C>	<C>	<C>	<C>
Net Sales	\$ 133,935	\$ 162,858	\$ 264,556	\$ 333,708
Cost of goods sold, including buying and occupancy costs	82,744	98,966	164,932	205,971
Gross Margin	51,191	63,892	99,624	127,737
Selling, general and administrative expenses	41,374	49,577	82,445	101,589
Operating income	9,817	14,315	17,179	26,148
Interest expense, net	699	672	1,226	1,071
Earnings before income taxes	9,118	13,643	15,953	25,077
Provision for income taxes	3,762	5,629	6,581	10,345
Net earnings	\$ 5,356	\$ 8,014	\$ 9,372	\$ 14,732
Net earnings per share:				
Basic	\$ 0.17	\$ 0.24	\$ 0.30	\$ 0.44
Diluted	\$ 0.17	\$ 0.23	\$ 0.30	\$ 0.43
Weighted average shares outstanding:				
Basic	31,715	33,236	31,595	33,201
Diluted	34,769	36,583	34,584	36,478

</TABLE>

See Notes to Consolidated Financial Statements.

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THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited, in thousands)

<TABLE>
<CAPTION>

	For the Six Months Ended	
	August 2, 1997	August 1, 1998
<S>	<C>	<C>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net earnings	\$ 9,372	\$ 14,732
Adjustments to reconcile net earnings to net cash used in operating activities:		
Depreciation and amortization	7,800	10,128
Increase in inventories	(40,966)	(41,091)
(Increase) decrease in other assets	(841)	1,063
Increase (decrease) in accounts payable and accrued expenses	9,418	(4,598)
Decrease in income taxes payable	(4,730)	(6,747)
Increase (decrease) in other liabilities	(183)	134
Net cash used in operating activities	(20,130)	(26,379)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Capital expenditures	(11,880)	(20,708)
Investment in trademark, tradenames and other intangibles	(3,470)	(6,620)
Net cash used in investing activities	(15,350)	(27,328)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net proceeds from issuance of common stock	29,961	--
Principal payments under capital lease obligations	(261)	(19)
Payments of deferred loan costs	(197)	--
Exercise of stock options	710	1,094
Option shares relinquished for tax obligations	(1,356)	(683)
Net cash provided by financing activities	28,857	392
DECREASE IN CASH	(6,623)	(53,315)
CASH, beginning of period	34,113	59,883
CASH, end of period	\$ 27,490	\$ 6,568

</TABLE>

See Notes to Consolidated Financial Statements.

THE MEN'S WEARHOUSE, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

1. Significant Accounting Policies--

The Consolidated Financial Statements include the accounts of The Men's Wearhouse, Inc. and its subsidiaries (the "Company"). There have been no significant changes in the accounting policies of the Company during the periods presented. For a description of these policies, see Note 1 of Notes to Consolidated Financial Statements in the Company's Annual Report on Form 10-K for the year ended January 31, 1998.

2. Earnings per Share--

The following table reconciles the earnings and shares used in the basic and diluted EPS computations (in thousands, except per share amounts):

	FOR THE THREE MONTHS ENDED		FOR THE SIX MONTHS ENDED	
	AUGUST 2, 1997	AUGUST 1, 1998	AUGUST 2, 1997	AUGUST 1, 1998
<S>	<C>	<C>	<C>	<C>
Basic EPS:				
Net earnings	\$ 5,356	\$ 8,014	\$ 9,372	\$ 14,732
Weighted average number of common shares outstanding	31,715	33,236	31,595	33,201
Basic EPS	\$ 0.17	\$ 0.24	\$ 0.30	\$ 0.44
Diluted EPS:				
Net earnings	\$ 5,356	\$ 8,014	\$ 9,372	\$ 14,732
Interest on Notes, net of taxes	486	486	971	971
As adjusted	\$ 5,842	\$ 8,500	\$ 10,343	\$ 15,703
Weighted average number of common shares outstanding	31,715	33,236	31,595	33,201
Assumed exercise of stock options	526	819	461	749
Assumed conversion of Notes	2,528	2,528	2,528	2,528
As adjusted	34,769	36,583	34,584	36,478
Diluted EPS	\$ 0.17	\$ 0.23	\$ 0.30	\$ 0.43

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3. Supplemental Financial Information --

Supplemental Cash Flow information (in thousands):

	FOR THE SIX MONTHS ENDED	
	AUGUST 2, 1997	AUGUST 1, 1998
<S>	<C>	<C>
Cash paid during the period for:		
Interest	\$ 1,803	\$ 1,628
Income taxes	\$ 11,311	\$ 17,073
Non-cash investing and financing activities:		
Additional paid in capital resulting from tax benefit recognized upon exercise of stock options	\$ 1,067	\$ 577
Treasury stock issued to employee stock ownership plan	\$ 1,000	\$ 1,500

4. Common Stock--

On June 19, 1998, the Company effected a three-for-two common stock split by paying a 50% stock dividend to stockholders of record as of June 12, 1998. All share and per share information included in the accompanying consolidated financial statements and related notes have been restated to reflect the stock split.

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ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS
OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

GENERAL

For supplemental information, it is suggested that "Management's Discussion and Analysis of Financial Condition and Results of Operations" be read in conjunction with the corresponding section included in the Company's Annual Report on Form 10-K for the year ended January 31, 1998. References herein to years are to the Company's 52-week or 53-week fiscal year which ends on the Saturday nearest January 31 in the following calendar year. For example, references to "1998" mean the fiscal year ending January 30, 1999.

In large part, changes in net sales and operating results are impacted by the number of stores operating during the fiscal period. The following table presents information with respect to stores in operation during each of the respective fiscal periods.

<TABLE>
<CAPTION>

	THREE MONTHS ENDED		SIX MONTHS ENDED		FISCAL YEAR ENDED
	AUGUST 2, 1997	AUGUST 1, 1998	AUGUST 2, 1997	AUGUST 1, 1998	JANUARY 31, 1998
<S>	<C>	<C>	<C>	<C>	<C>
Stores open at beginning of period	359	402	345	396	345
Opened	11	13	26	18	50
Acquired	6	--	6	4	6
Closed	(2)	(1)	(3)	(4)	(5)
Stores open at end of period	374	414	374	414	396

</TABLE>

RESULTS OF OPERATIONS

Three Months Ended August 2, 1997 and August 1, 1998

The Company's net sales increased \$28.9 million, or 21.6%, to \$162.9 million for the quarter ended August 1, 1998 due primarily to sales resulting from the increased number of stores and increased sales at existing stores. Comparable store sales (which are calculated by excluding the net sales of a store for any month of one period if the store was not open throughout the same month of the prior period) increased 10.6% from the same prior year quarter. The comparable store sales increase for the second quarter of 1998 does not include sales from stores acquired in the first quarter of 1998. These acquired stores accounted for \$4.0 million of the sales increase.

Gross margin increased to \$63.9 million in the second quarter of 1998 which was a 24.8% increase from the same prior year quarter. As a percentage of sales, gross margin increased from 38.2% in the second quarter of 1997 to 39.2% in the second quarter of 1998. This increase in gross margin predominantly resulted from a decrease in occupancy, product and alteration costs as a percentage of sales in traditional Men's Wearhouse stores. These gross margin improvements were offset, in part, by the lower product margin realized at the Value Priced Clothing Division ("VPC").

Selling, general and administrative ("SG&A") expenses decreased as a percentage of sales from 30.9% for the quarter ended August 2, 1997 to 30.4% for the quarter ended August 1, 1998, while such expenses increased by \$8.2 million to \$49.6 million. On an absolute dollar basis, the principal components of SG&A expenses increased primarily due to the Company's growth. The decrease in SG&A expenses as a percentage of sales was related primarily to the impact of traditional store comparable sales increases and the operations of VPC stores, which have lower operating costs than traditional stores. Advertising expense decreased from 6.6% to 5.9% of net sales, store salaries decreased from 12.5% to 12.4% of net sales and other SG&A expenses increased from 11.8% to 12.1% of net sales.

Interest expense, net of interest income, remained constant at \$0.7 million in the second quarters of 1997 and 1998. Weighted average borrowings outstanding decreased \$0.2 million from the prior year to \$57.5 million in the second quarter

of 1998, while the weighted average interest rate on outstanding indebtedness was constant at 6.3%. Interest expense associated with the 5 1/4% Convertible Subordinated Notes was offset by interest income of \$0.3 million for the second quarter 1997 and \$0.2 million for the second quarter of 1998 resulting from the investment of excess cash.

The Company's effective income tax rate for the quarter ended August 1, 1998 was 41.3% which was unchanged from the same prior year quarter. The effective tax rate was higher than the statutory federal rate of 35% primarily due to the effect of state income taxes and the nondeductibility of a portion of meal and entertainment expenses.

Six Months Ended August 2, 1997 and August 1, 1998

The Company's net sales increased \$69.2 million, or 26.1%, to \$333.7 million for the six months ended August 1, 1998 due primarily to sales resulting from the increased number of stores and increased sales at existing stores. Comparable store sales increased 12.9% from the same prior year period. The comparable store sales increase for the first six months of 1998 does not include sales from stores acquired in the first quarter of 1998. These acquired stores accounted for \$ 7.5 million of the sales increase.

Gross margin increased to \$127.7 million in the first half of 1998 which was a 28.2% increase from the same prior year period. As a percentage of sales, gross margin increased from 37.7% in the first six months of 1997 to 38.3% in the first six months of 1998. This increase in gross margin predominantly resulted from a decrease in product, occupancy and alteration costs as a percentage of sales in traditional Men's Wearhouse stores. The gross margin improvement was offset, in part, by the lower product margin realized at VPC.

Selling, general and administrative expenses decreased as a percentage of sales from 31.2% for the six months ended August 2, 1997 to 30.4% for the six months ended August 1, 1998, while such expenses increased by \$19.1 million to \$101.6 million. On an absolute dollar basis, the principal components of SG&A expenses increased primarily due to the Company's growth. The decrease in SG&A expenses as a percentage of sales was related primarily to the impact of traditional store comparable sales increases and the operations of VPC stores, which have lower operating costs than traditional stores. Advertising expense decreased from 6.5% to 6.1% of net sales, store salaries decreased from 12.5% to 12.0% of net sales and other SG&A expenses increased from 12.1% to 12.3% of net sales.

Interest expense, net of interest income, decreased from \$1.2 million in the first six months of 1997 to \$1.1 million in the first six months of 1998. Weighted average borrowings outstanding decreased \$0.3 million from the prior year to \$57.5 million in the first half of 1998, while the weighted average interest rate on outstanding indebtedness increased from 6.2% to 6.4%. This increase was due to higher commitment fees related to increased borrowing availability and other costs associated with the new revolving credit agreement entered into during the second quarter of 1997. Interest expense associated with the 5 1/4% Convertible Subordinated Notes was offset by interest income of \$0.6 million for the first six months of 1997 and \$0.8 million for the first six months of 1998 resulting from the investment of excess cash.

The Company's effective income tax rate for the six months ended August 1, 1998 was 41.3% and remained unchanged from the same prior year period. The effective tax rate was higher than the statutory federal rate of 35% primarily due to the effect of state income taxes and the nondeductibility of a portion of meal and entertainment expenses.

LIQUIDITY AND CAPITAL RESOURCES

Net cash used in operating activities was \$20.1 million in the first six months of 1997 and \$26.4 million in the first six months of 1998. These amounts primarily represent net earnings plus depreciation and amortization, offset by increases in inventories and decreases in payables. Inventories increased \$41.0 million and \$41.1 million for the six months ended August 2, 1997 and August 1, 1998, respectively. The inventory increases primarily relate to seasonal inventory buildup and the addition of inventory for new and/or acquired stores and stores expected to be opened in the following quarter.

Working capital was \$182.7 million at August 1, 1998, which is a slight increase from \$182.6 million at January 31, 1998 and up from \$168.9 million at August 2, 1997. Historically, the Company's working capital has been at its lowest level in January and February, and has increased through November as inventory buildup is financed with both short-term and long-term borrowings in preparation for the fourth quarter selling season. The relatively modest change in working capital from

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January 31, 1998 to August 1, 1998 is principally due to the use of available cash balances at year end to meet working capital and other requirements.

Cash used in investing activities was \$15.4 million and \$27.3 million in the first six months of 1997 and 1998, respectively. For the six months ended August 1, 1998, cash used in investing activities was primarily comprised of capital expenditures related to the enterprise-wide project to upgrade the Company's information technology infrastructure, new stores opened during the year or under construction at the end of the first two quarters and the construction of the new distribution center. In addition, \$6.6 million of cash was used in the first half of 1998 to purchase trademarks and other intangible assets associated with an acquisition.

In July 1997, the Company issued 1,000,000 shares of Common Stock for net proceeds of \$30.0 million. The Company used the proceeds from such offering to fund its continued expansion and upgrade its information technology infrastructure. The remaining cash has been invested in short-term securities and will be used to fund the Company's continued expansion and to upgrade its information technology, with any remaining proceeds used to minimize indebtedness under the Company's credit agreement.

On August 14, 1998, the Company gave notice to the holders of its outstanding 5 1/4% Convertible Subordinated Notes (the "Notes") that the Company

will exercise its provisional call rights to redeem the Notes on September 14, 1998. Any Notes not previously converted into Common Stock will be redeemed at 103.5% of the face amount. Interest for the period from September 1, 1998 (the last interest payment date) to September 14, 1998 will also be paid on the Notes upon redemption, however any Notes that convert into Common Stock after September 1, 1998 will not be paid interest. The Notes are convertible at any time on or before September 10, 1998, at the option of the holder, at \$22.75 into shares of Common Stock. Funds required for the redemption of Notes and the payment of interest are available under the Company's Credit Agreement.

In June 1997, the Company entered into a new revolving credit agreement with its bank group (the "Credit Agreement") which replaced a previously existing credit facility. The Credit Agreement provides for borrowing of up to \$125 million through April 30, 2002. As of August 1, 1998, there was no indebtedness outstanding under the Credit Agreement.

Advances under the Credit Agreement bear interest at a rate per annum equal to, at the Company's option, (i) the agent's prime rate or (ii) the reserve adjusted LIBOR rate plus an interest rate margin varying between .875% to 1.375%. The Credit Agreement provides for fees applicable to unused commitments of .125% to .275%.

The Credit Agreement contains certain restrictive and financial covenants, including the requirement to maintain a minimum amount of Consolidated Net Worth (as defined). The Company is also required to maintain certain debt to cash flow, cash flow coverage and current ratios and must keep its average store inventories below certain specified amounts. In addition, the Credit Agreement limits additional indebtedness, creation of liens, Restrictive Payments (as defined) and Investments (as defined). The Credit Agreement also prohibits payment of cash dividends on the Common Stock of the Company. The Credit Agreement permits, with certain limitations, the Company to merge or consolidate with another company, sell or dispose of its property and make acquisitions. The Company is in compliance with the covenants in the Credit Agreement.

The Company anticipates that its existing cash and cash flow from operations, supplemented by borrowings under the Credit Agreement, will be sufficient to fund its planned store openings, other capital expenditures and operating cash requirements for at least the next 12 months.

In connection with the Company's direct sourcing program, the Company may enter into purchase commitments that are denominated in a foreign currency. The Company generally enters into forward exchange contracts to reduce the risk of currency fluctuations related to such commitments. The majority of the forward exchange contracts are with one financial institution. Therefore, the Company is exposed to credit risk in the event of nonperformance by this party. However, due to the creditworthiness of this major financial institution, full performance is anticipated. The Company may also be exposed to market risk as a result of changes in foreign exchange rates. This market risk should be substantially offset by changes in the valuation of the underlying transactions being hedged.

NEW ACCOUNTING PRONOUNCEMENTS

In June 1998, the Financial Accounting Standards Board issued Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities" ("SFAS 133"), which requires that an entity recognize all derivative instruments as either assets or liabilities on its balance sheet at their fair value. Gains and losses resulting from changes in the fair value of derivatives are recorded each period in current earnings or comprehensive earnings, depending on whether a derivative is designated as part of a hedge transaction, and, if it is, the type of hedge transaction. Gains and losses on derivative instruments reported in comprehensive earnings will be reclassified as earnings in the period in which earnings are affected by the hedged item. SFAS 133 is effective for fiscal years beginning after June 15, 1999. The Company is currently evaluating the impact, if any, of SFAS 133 on its financial position and results of operations.

YEAR 2000

In mid-1997, the Company commenced an enterprise-wide project to upgrade its information technology, which is designed to increase the efficiency and the future productivity of its operations. In completing these modifications, the Company expects to achieve Year 2000 date conversion compliance. Capital expenditures related to the project are anticipated to be between approximately \$12.0 million and \$20.0 million. The amount of expenditures related specifically to Year 2000 date conversion compliance are not separable from this amount. The Company expects that all of its business systems will be Year 2000 compliant by mid-1999. The Company does not anticipate that the cost will have a material effect on the Company's consolidated financial position or results of operations in any given year. However, no assurances can be given that the Company will be able to completely identify or address all Year 2000 compliance issues, or that third parties with whom the Company does business will not experience system failures as a result of the Year 2000 issue, nor can the Company fully predict the consequences of noncompliance.

FORWARD-LOOKING STATEMENTS

Certain statements made herein and in other public filings and releases by the Company contain "forward-looking" information (as defined in the Private Securities Litigation Reform Act of 1995) that involve risk and uncertainty. These forward-looking statements may include, but are not limited to, future

sales, earnings, margins, costs, number and costs of store openings, demand for men's clothing, market trends in the retail men's clothing business, currency fluctuations, inflation and various economic and business trends. Forward-looking statements may be made by management orally or in writing, including but not limited to, this Management's Discussion and Analysis of Financial Condition and Results of Operations section and other sections of the Company's filings with the Securities and Exchange Commission under the Securities Exchange Act of 1934 and the Securities Act of 1933.

Actual results and trends in the future may differ materially depending on a variety of factors including, but not limited to, domestic economic activity and inflation, the Company's successful execution of internal operating plans and new store and new market expansion plans, performance issues with key suppliers, foreign currency fluctuations, government export and import policies and legal proceedings. Future results will also be dependent upon the ability of the Company to continue to identify and complete successful expansions and penetrations into existing and new markets and its ability to integrate such expansions with the Company's existing operations.

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PART II, OTHER INFORMATION
ITEM 4 - SUBMISSION OF MATTERS TO
A VOTE OF SECURITY HOLDERS

On June 24, 1998, the Company held its annual meeting of stockholders. At the meeting, the stockholders voted on the following matters:

1. To elect nine directors of the Company to hold office until the next Annual Meeting of Shareholders or until their respective successors are duly elected and qualified.
2. To consider and act on a proposal to adopt the Company's Employee Stock Discount Plan.
3. To ratify the appointment by the Board of Directors of the firm Deloitte & Touche LLP as independent auditors for the Company for 1998.

All proposals received the affirmative vote required for approval. The number of votes cast for, against and withheld, as well as the number of abstentions, as to each matter were as follows (adjusted to reflect the 50% stock dividend to shareholders of record as of June 12, 1998):

<TABLE>

<CAPTION>

Proposal

-----	Shares Voted For -----	Shares Withheld -----
<S>	<C>	<C>
1. Election of Directors		
George Zimmer	31,658,164	349,811
David H. Edwab	31,660,144	347,831
Richard E. Goldman	31,660,276	347,699
Robert E. Zimmer	31,661,590	346,385
James E. Zimmer	31,661,590	346,385
Harry M. Levy	31,661,590	346,385
Rinaldo Brutoco	31,661,590	346,385
Michael L. Ray	31,661,590	346,385
Sheldon I. Stein	31,661,590	346,385

<CAPTION>

-----	Affirmative Votes -----	Negative Votes -----	Abstentions -----
<S>	<C>	<C>	<C>
2. Employee Stock Discount Plan	31,953,549	42,294	12,132
3. Ratification of Auditors	31,990,107	12,717	5,151

</TABLE>

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ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) EXHIBITS.

<TABLE>

<CAPTION>

EXHIBIT NUMBER -----	EXHIBIT INDEX -----

<S> <C>
27.1 -- Financial Data Schedule (Filed herewith).
</TABLE>

(b) Reports on Form 8-K.
None.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant, The Men's Wearhouse, Inc., has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE MEN'S WEARHOUSE, INC.

Dated: September 11, 1998

By /s/ DAVID H. EDWAB

David H. Edwab
President

By /s/ GARY G. CKODRE

Gary G. Ckudre
Vice President - Finance and Principal Financial
and Accounting Officer

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EXHIBIT INDEX

<TABLE>
<CAPTION>
EXHIBIT
NUMBER

<S> <C>
27.1 -- Financial Data Schedule (Filed herewith).
</TABLE>

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<TABLE> <S> <C>

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