



**UNITED STATES 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**

**Date of Report (Date of earliest event reported): March 21, 2006**

**The Men's Wearhouse, Inc.**

(Exact name of registrant as specified in its charter)

**Texas**

(State or other jurisdiction  
of incorporation)

**1-16097**

(Commission File Number)

**74-1790172**

(IRS Employer Identification No.)

**5803 Glenmont Drive**

**Houston, Texas**

(Address of principal executive offices)

**77081**

(Zip Code)

**713-592-7200**

(Registrant's telephone number,  
including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

[Item 8.01 Other Events](#)

[SIGNATURES](#)

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## [Table of Contents](#)

### **Item 8.01 Other Events**

On January 25, 2006, a Special Committee of the Board of Directors of The Men's Wearhouse, Inc. (the "Company"), pursuant to specifically delegated authority, declared a quarterly cash dividend of \$0.05 per share of the Issuer's common stock to be paid on March 31, 2006 (the "Payment Date"), to shareholders of record of said stock at the close of business on March 21, 2006 (the "Record Date").

As a result of the above-described cash dividend, effective immediately after the close of business on the Payment Date, the conversion rate of the Company's 3.125% Convertible Senior Notes due 2023 (the "Notes") shall change from the current conversion rate of 34.9780 shares of common stock per \$1,000 principal amount of notes, which is equivalent to a conversion price of \$28.59 per share of common stock, to 35.0271 shares of common stock per \$1,000 principal amount of notes, which is equivalent to a conversion price of \$28.55 per share of common stock. The Company intends to notify holders of the Notes by mail on or about March 22, 2006.

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[Table of Contents](#)

**SIGNATURES**

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.

Date: March 21, 2006

THE MEN'S WEARHOUSE, INC.

By: /s/ Neill P. Davis

Neill P. Davis  
Executive Vice President, Chief Financial Officer  
and Principal Financial Officer