

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: October 23, 2003

Commission file number: 1-5256

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V. F. CORPORATION

(Exact name of registrant as specified in its charter)

PENNSYLVANIA  
(State or other jurisdiction of  
incorporation or organization)

23-1180120  
(I.R.S. employer  
identification number)

105 CORPORATE CENTER BOULEVARD  
GREENSBORO, NORTH CAROLINA 27408  
(Address of principal executive offices)

(336) 424-6000

(Registrant's telephone number, including area code)

ITEM 9 - Regulation FD Disclosure

The following information is furnished pursuant to Item 9, "Regulation FD Disclosure" and Item 12, "Disclosure of Results of Operations and Financial Condition." On October 23, 2003, VF Corporation issued a press release setting forth the third quarter 2003 earnings. A copy of the press release is attached hereto as Exhibit (99.1) and hereby incorporated by reference.

99.1 Press release issued by VF Corporation on October 23, 2003.

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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.

V.F. CORPORATION

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(Registrant)

By: /s/ Robert K. Shearer

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Robert K. Shearer  
Vice President - Finance & Global  
Processes and Chief Financial Officer  
(Chief Financial Officer)

Date: October 23, 2003

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EXHIBIT INDEX

EXHIBIT NUMBER	DESCRIPTION	SEQUENTIAL PAGE NUMBER
<S> 99.1	Press release issued by VF Corporation on October 23, 2003	<C> 5

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FOR IMMEDIATE RELEASE

Contact: Cindy Knoebel  
VP, Financial & Corporate  
Communications  
VF Services, Inc.  
(646) 472-2817/(336) 424-6189

VF ANNOUNCES THIRD QUARTER RESULTS AND INCREASES DIVIDEND

VF's third quarter conference call will be held at 2:00 p.m. ET today and can be accessed via the Company's web site [www.vfc.com](http://www.vfc.com) or [www.companyboardroom.com](http://www.companyboardroom.com). A replay will be available through October 30 by dialing 800-642-1687, passcode: 3208694.

GREENSBORO, NORTH CAROLINA - OCTOBER 23, 2003 - VF CORPORATION (NYSE: VFC), the world's largest apparel company, today announced better than anticipated sales and earnings for the third quarter of 2003, reflecting stronger than expected sales in the Company's core businesses and a higher than expected profit contribution from Nautica Enterprises, Inc. The Company also increased its guidance for full year earnings and raised its quarterly dividend.

Third quarter earnings from continuing operations were \$1.14 per share, compared with \$1.15 per share in 2002. Income from continuing operations was \$125.3 million versus \$128.6 million in the 2002 period. All per share amounts are presented on a diluted basis. Sales in the quarter rose 3% to \$1,435.4 million versus \$1,400.4 million in the prior year's quarter.

The addition of Nautica contributed approximately \$72 million in sales and \$.05 per share to third quarter results.

As anticipated, 2003 third quarter earnings reflect expenses related to the Company's actions to manage inventories and capacity. However, these expenses were less than anticipated. In addition, the Company had expected third quarter earnings to reflect the estimated loss that the Company would have incurred upon the sale of its Playwear business. The Company did not reach an agreement on the sale of its Playwear operation and is currently evaluating all alternatives for this business. Previously, the Company had anticipated expenses related to these actions would approximate \$25 million, or \$.15 per share. The actual expenses in the quarter were \$12 million, or \$.07 per share.

Foreign currency translation favorably impacted both sales and earnings in the quarter. Excluding foreign currency effects, sales were about flat. The benefit to earnings in the quarter was \$.04 per share.

For the first nine months of 2003, earnings from continuing operations rose to \$2.65 per share from \$2.60 in the same period in 2002. Current year sales rose slightly to \$3,820.2 million compared with the \$3,772.9 million reported in the 2002 period. Income from continuing operations was \$292.3 million versus \$294.1 million reported a year ago.

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Commented Mackey J. McDonald, chairman and chief executive officer, "We were pleased to see a pickup in sales toward the end of the quarter, in line with generally stronger sales at retail, particularly in September. We also are pleased with the contribution made by Nautica in the quarter and are looking forward to building Nautica as the foundation for our new Sportswear coalition."

BUSINESS REVIEW

Sales in the Company's Outdoor coalition, which includes The North Face(R), JanSport(R) and Eastpak(R) brands, rose 15% in the quarter, or 11% adjusted for currency effects, driven by double-digit sales increases of The North Face(R) brand globally and strong growth in our international businesses across each brand. International jeans sales were about flat with prior year levels, and were down 9% excluding currency effects. Domestic jeans sales and Imagewear sales each declined 6%, while global intimate apparel sales were down 3%.

Mr. McDonald noted sales of the Company's mass market jeans brands were better than anticipated in the quarter, with the impact from the entry of a new competitor in discount stores less than expected. However, the Company has seen

a higher than expected impact from the number of store closings by a large customer. The Company is very pleased with the strengthening of its mass jeans brands through the back to school period, and noted particular strength in its Wrangler(R) Five Star Premium Denim and fashion programs.

Gross and operating margins declined in the quarter, due to the impact of the actions related to capacity alignment and inventory management.

VF's balance sheet remains strong, and the Company made excellent progress during the quarter toward reaching its year-end inventory goal. Excluding Nautica, inventories were up 7% over prior year levels, or 5% excluding currency effects. The Company continues to expect that, excluding Nautica, inventories at year-end will be slightly above the prior year level.

Debt as a percent of total capital was 38% at the end of the quarter. On October 14, 2003 the Company refinanced part of the debt incurred to acquire Nautica by issuing \$300 million principal amount of 6.00% unsecured notes due in 2033. The net cash proceeds of \$292.4 million were used to repay commercial paper borrowings related to the Nautica acquisition. During the fourth quarter, the Company expects to repay the remaining amount of commercial paper associated with the Nautica acquisition from cash flow provided by operations. Accordingly, the ratio of debt to total capital is expected to range between 30% and 35% at the end of 2003.

"Our balance sheet remains in great shape, despite having made such a significant acquisition, providing us with the flexibility to invest in additional new growth opportunities," Mr. McDonald said.

#### OUTLOOK

Encouraged by our most recent results, we are increasing our full year earnings per share guidance. We now expect that earnings could reach \$3.50 to \$3.55 per share, an increase of 8% to 10% from the \$3.24 per share from continuing operations reported in 2002. This excludes any impact from exiting the Playwear business, which could result in a loss somewhat higher than the \$7 million previously indicated. Sales are expected to increase approximately 3%. The acquisition

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of Nautica is expected to contribute approximately \$240 million in sales and \$.08 to \$.10 to earnings per share in 2003. The Company has indicated that Nautica could add at least \$.10 to earnings per share in 2004.

We continue to anticipate that gross margins could rise by approximately 100 basis points from the 36.0% level reported in 2002 and that operating margins will be about flat. Cash flow from operations is expected to approximate \$350 million.

The Company's expectations regarding sales and earnings in the fourth quarter remain intact, excluding any impact from the possible exit of Playwear. Sales could increase approximately 8%, while earnings are expected to range between \$.85 and \$.90 per share.

The company also announced the retirement of Dr. Robert Buzzell, 70, from the Board of Directors after 20 years of service.

#### DIVIDEND INCREASE

The Board of Directors declared an increase in the quarterly cash dividend rate of \$.01 to \$.26 per share. This marks the 13th consecutive year that the Company has increased its quarterly dividend rate. "We're proud that we can offer our shareholders a yield that outpaces not only our competitors, but the overall market as well," said Mr. McDonald. The cash dividend is payable on December 19, 2003 to shareholders of record as of the close of business on December 9, 2003.

#### CAUTIONARY STATEMENT ON FORWARD-LOOKING STATEMENTS

Certain statements included in this release are "forward-looking statements" within the meaning of the federal securities laws. Management cautions that forward-looking statements are not guarantees and that actual results could differ materially from those expressed or implied in the forward-looking statements. Important risk factors that could cause the actual results of operations or financial condition of the Company to differ include, but are not necessarily limited to, the overall level of consumer spending for apparel; changes in trends in the segments of the market in which the Company competes; competitive conditions in and financial strength of our customers and of our suppliers; actions of competitors, customers, suppliers and service providers that may impact the Company's business; the Company's ability to integrate new acquisitions successfully; the Company's ability to achieve anticipated cost savings from the recent restructuring initiatives; additional terrorist actions; and the impact of economic and political factors in the markets where the Company competes, such as recession or changes in interest rates, currency

exchange rates, price levels, capital market valuations and other external economic and political factors over which the Company has no control. Investors are also directed to consider the risks and uncertainties discussed in documents filed by the Company with the Securities and Exchange Commission.

ABOUT THE COMPANY

VF Corporation is the world's largest apparel company and a leader in jeanswear, intimate apparel, playwear, workwear and daypacks. Its principal brands include Lee(R), Wrangler(R), Riders(R), Rustler(R), Vanity Fair(R), Vassarette(R), Bestform(R), Lily of France(R), Nautica(R), Earl Jean(R), John Varvatos(R), Healthtex(R), JanSport(R), Eastpak(R), The North Face(R), Lee Sport(R) and Red Kap(R).

VF Corporation's press releases, annual report and other information can be accessed through the Company's home page, WWW.VFC.COM.

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VF CORPORATION  
CONSOLIDATED STATEMENTS OF INCOME  
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)

<TABLE>  
<CAPTION>

MONTHS ENDED -----	THREE MONTHS ENDED		NINE
	OCTOBER 4 -----	SEPTEMBER 28 -----	OCTOBER 4 -----
SEPTEMBER 28 2002	2003	2002	2003
----	----	----	----
<S>	<C>	<C>	<C>
<C>			
NET SALES \$ 3,772,907	\$ 1,435,403	\$ 1,400,389	\$ 3,820,200
COSTS AND OPERATING EXPENSES			
Cost of products sold	898,325	871,117	2,393,628
2,380,561			
Marketing, administrative and general expenses	341,861	321,027	965,352
904,722			
Other operating income	(9,359)	(8,070)	(21,728)
(17,891)			
-----	-----	-----	-----
3,267,392	1,230,827	1,184,074	3,337,252
-----	-----	-----	-----
OPERATING INCOME 505,515	204,576	216,315	482,948
OTHER INCOME (EXPENSE)			
Interest, net	(13,632)	(19,980)	(38,790)
(52,094)			
Miscellaneous, net	(154)	696	2,784
2,222			
-----	-----	-----	-----
(49,872)	(13,786)	(19,284)	(36,006)
-----	-----	-----	-----
INCOME FROM CONTINUING OPERATIONS			
BEFORE INCOME TAXES	190,790	197,031	446,942
455,643			
INCOME TAXES	65,501	68,467	154,642
161,552			
-----	-----	-----	-----
INCOME FROM CONTINUING OPERATIONS	125,289	128,564	292,300
294,091			
DISCONTINUED OPERATIONS	--	(315)	--
2,020			
CUMULATIVE EFFECT OF CHANGE IN			
ACCOUNTING POLICY FOR GOODWILL	--	--	--
(527,254)			

-----		-----	-----	-----	
NET INCOME (LOSS)		\$ 125,289	\$ 128,249	\$ 292,300	\$
(231,143)		=====	=====	=====	
=====					
EARNINGS (LOSS) PER COMMON SHARE - BASIC					
	Income from continuing operations	\$ 1.16	\$ 1.16	\$ 2.70	\$
2.61	Discontinued operations	--	--	--	
0.02	Cumulative effect of change in accounting policy	--	--	--	
(4.82)	Net income (loss)	1.16	1.16	2.70	
(2.19)					
EARNINGS (LOSS) PER COMMON SHARE - DILUTED					
	Income from continuing operations	\$ 1.14	\$ 1.15	\$ 2.65	\$
2.60	Discontinued operations	--	--	--	
0.02	Cumulative effect of change in accounting policy	--	--	--	
(4.68)	Net income (loss)	1.14	1.15	2.65	
(2.05)					
WEIGHTED AVERAGE SHARES OUTSTANDING					
	Basic	107,213	108,767	107,660	
109,450	Diluted	109,775	111,849	110,259	
112,737					
CASH DIVIDENDS PER COMMON SHARE		\$ 0.25	\$ 0.24	\$ 0.75	\$
0.72					

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VF CORPORATION  
CONSOLIDATED BALANCE SHEETS  
(IN THOUSANDS)

<TABLE>  
<CAPTION>

	OCTOBER 4 2003 ----	JANUARY 4 2003 ----	SEPTEMBER 28 2002 ----
<S>	<C>	<C>	<C>
ASSETS			
CURRENT ASSETS			
Cash and equivalents	\$ 217,491	\$ 496,367	\$ 254,977
Accounts receivable, net	840,159	587,859	744,918
Inventories	1,062,585	830,518	878,636
Other current assets	179,811	154,513	158,389
Current assets of discontinued operations	2,257	5,283	7,343
	-----	-----	-----
Total current assets	2,302,303	2,074,540	2,044,263
PROPERTY, PLANT AND EQUIPMENT	1,581,200	1,539,269	1,546,326
Less accumulated depreciation	980,792	972,723	976,561
	-----	-----	-----
	600,408	566,546	569,765
INTANGIBLE ASSETS	383,366	--	--
GOODWILL	677,657	473,355	474,500
OTHER ASSETS	317,468	386,204	406,152
NONCURRENT ASSETS OF DISCONTINUED OPERATIONS	--	2,506	4,178
	-----	-----	-----
	\$ 4,281,202	\$ 3,503,151	\$ 3,498,858
	=====	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Short-term borrowings	\$ 224,812	\$ 60,918	\$ 56,768
Current portion of long-term debt	2,117	778	562
Accounts payable	246,337	298,456	270,950
Accrued liabilities	559,954	502,057	576,350
Current liabilities of discontinued operations	5,806	12,635	16,046
	-----	-----	-----
Total current liabilities	1,039,026	874,844	920,676
LONG-TERM DEBT	910,849	602,287	602,550
OTHER LIABILITIES	446,918	331,270	232,588
REDEEMABLE PREFERRED STOCK	31,225	36,902	40,491
COMMON SHAREHOLDERS' EQUITY			

Common Stock	107,401	108,525	108,252
Additional paid-in capital	938,260	930,132	926,780
Accumulated other comprehensive income (loss)	(181,821)	(214,141)	(114,280)
Retained earnings	989,344	833,332	781,801
	-----	-----	-----
Total common shareholders' equity	1,853,184	1,657,848	1,702,553
	-----	-----	-----
	\$ 4,281,202	\$ 3,503,151	\$ 3,498,858
	=====	=====	=====

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VF CORPORATION  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
(IN THOUSANDS)

<TABLE>  
<CAPTION>

	NINE MONTHS ENDED	
	OCTOBER 4	SEPTEMBER 28
	2003	2002
	----	----
<S>	<C>	<C>
OPERATIONS		
Net income (loss)	\$ 292,300	\$ (231,143)
Adjustments to reconcile net income (loss) to cash provided by operating activities of continuing operations:		
Discontinued operations	--	(2,020)
Cumulative effect of change in accounting policy	--	527,254
Restructuring costs	--	6,227
Depreciation	77,083	80,586
Amortization of intangible assets	1,157	--
Other, net	70,488	(2,918)
Changes in current assets and liabilities:		
Accounts receivable	(159,863)	(155,847)
Inventories	(80,291)	(12,142)
Accounts payable	(124,435)	29,735
Other, net	(35,492)	147,790
	-----	-----
Cash provided by operating activities of continuing operations	40,947	387,522
INVESTMENTS		
Capital expenditures	(64,023)	(33,774)
Business acquisitions, net of cash acquired	(578,489)	(1,342)
Other, net	(5,412)	(3,463)
	-----	-----
Cash used by investing activities of continuing operations	(647,924)	(38,579)
FINANCING		
Increase (decrease) in short-term borrowings	452,360	(19,241)
Payment of long-term debt	(427)	(301,326)
Purchase of Common Stock	(61,400)	(124,623)
Cash dividends paid	(82,595)	(80,961)
Proceeds from issuance of Common Stock	8,562	36,747
Other, net	(338)	(8,021)
	-----	-----
Cash provided (used) by financing activities of continuing operations	316,162	(497,425)
NET CASH PROVIDED (USED) BY DISCONTINUED OPERATIONS	(2,705)	66,255
EFFECT OF FOREIGN CURRENCY RATE CHANGES ON CASH	14,644	5,155
	-----	-----
NET CHANGE IN CASH AND EQUIVALENTS	(278,876)	(77,072)
CASH AND EQUIVALENTS - BEGINNING OF YEAR	496,367	332,049
	-----	-----
CASH AND EQUIVALENTS - END OF PERIOD	\$ 217,491	\$ 254,977
	=====	=====

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