

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): June 2, 2005

REX STORES CORPORATION
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-09097 (Commission File No.)	31-1095548 (IRS Employer Identification No.)
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2875 Needmore Road, Dayton, Ohio (Address of principal executive offices)	45414 (Zip Code)
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Registrant's telephone number, including area code: (937) 276-3931

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:

- 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))

Item 2.02. Results of Operations and Financial Condition

On June 2, 2005, REX Stores Corporation issued a press release announcing financial results and comparable store sales for the three month period ended April 30, 2005. The press release is furnished as Exhibit 99 to this report.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits. The following exhibits are furnished with this report:

99 Press Release dated June 2, 2005

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.

REX STORES CORPORATION

Date: June 2, 2005

By: /s/ DOUGLAS L. BRUGGEMAN

Name: Douglas L. Bruggeman
Title: Vice President - Finance,
Chief Financial Officer
and Treasurer

News Announcement

For Immediate Release

For further information contact:

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Jaffoni & Collins Incorporated
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REX STORES' FISCAL FIRST QUARTER
DILUTED EARNINGS PER SHARE INCREASE 50% TO \$0.48

- Comparable Store Sales Rise 7% -

- Prior Share Repurchase Authorization Expanded By 1,000,000 Shares -

Dayton, Ohio (June 2, 2005) -- REX Stores Corporation (NYSE: RSC), a specialty retailer of consumer electronic products and appliances, today announced financial results and comparable store sales for the three-month period ended April 30, 2005 (the Company's 2005 fiscal year).

Net sales in the fiscal 2005 first quarter rose 6% to \$89.7 million from \$84.6 million in the fiscal 2004 first quarter, reflecting higher demand for LCD, DLP and plasma televisions, as well as an increase in appliance sales. Comparable store sales for the three months ended April 30, 2005 rose 7%. The Company reports sales performance quarterly and considers a store to be comparable after it has been open six full fiscal quarters. Comparable store sales figures do not include sales of extended service contracts.

Net income in the three months ended April 30, 2005 rose 49% to \$6.1 million, or \$0.48 per diluted share, compared to net income of \$4.1 million, or \$0.32 per diluted share, in the three months ended April 30, 2004. Net income in the fiscal 2005 first quarter includes \$6.0 million of pre-tax income from synthetic fuel limited partnerships, compared to \$5.2 million of comparable investment income in the year-ago period. Per share results are based on 12,771,000 and 12,965,000 diluted weighted average shares outstanding for the three-month periods ending April 30, 2005 and 2004, respectively.

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On May 26, 2005, the Company's Board of Directors expanded a previous share repurchase authorization by an additional 1,000,000 shares. In the first quarter, REX purchased approximately 119,800 shares of its common stock in open market transactions. Since the first quarter, REX has purchased 146,300 additional shares. As of May 27, 2005, the Company has approximately 1,186,945 authorized shares remaining available to purchase under the expanded stock buy-back authorization.

Commenting on the results, Stuart Rose, Chairman and Chief Executive Officer, stated, "Our employees should be congratulated for generating a 7% comparable store sales increase and a 36% increase in operating income. Our sales force did a great job of serving the customer and focusing on products we sell best, like LCD, DLP and plasma televisions, whose price points have fallen to a level that is now attractive to our customer base."

The Company will host a conference call and webcast today at 11:00 a.m. EDT, both of which are open to the general public. The conference call dial-in number is 212/676-4910; please call ten minutes in advance to ensure that you are connected prior to the presentation. Interested parties may also access the call live via the Investor Relations page of the Company's website, www.rextv.com, or at www.fulldisclosure.com; please allow 15 minutes to register, download and install any necessary software.

Following its completion, a telephonic replay of the call can be accessed through 1:00 p.m. EDT on June 9, 2005 by dialing 800/633-8284 or 402/977-9140 (international callers). The access code for the audio replay is 21248251. A replay of the webcast will be available for 30 days at www.rextv.com or www.fulldisclosure.com.

REX Stores Corporation is a leading specialty retailer of consumer electronic products and appliances. As of April 30, 2005 the Company operated 229 stores in 37 states under the trade name "REX."

This news announcement contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements can be identified by use of forward-looking terminology such as "may," "expect," "believe," "estimate," "anticipate" or "continue" or the negative thereof or other variations thereon or comparable terminology. Readers are cautioned that there are risks and uncertainties that could cause actual events or results to differ materially from those referred to in such forward-looking statements. These risks and uncertainties include among other things: the highly competitive nature of the consumer electronics retailing industry, changes in the national or regional economies, weather, the effects of terrorism or acts of war on consumer spending patterns, the availability of certain products, technological changes, new regulatory restrictions or tax law changes relating to the Company's synthetic fuel investments, the fluctuating amount of quarterly payments received by the Company with respect to sales of its partnership interest in a synthetic fuel investment, and the uncertain amount of synthetic fuel production and tax credits received from time to time from the Company's synthetic fuel investments.

-tables follow-

REX STORES CORPORATION AND SUBSIDIARIES
 CONDENSED CONSOLIDATED STATEMENTS OF INCOME
 (in thousands, except per share amounts)

	Three Months Ended April 30, (unaudited)	
	2005	2004
NET SALES	\$ 89,742	\$ 84,629
Cost of merchandise sold	65,177	59,841
GROSS PROFIT	24,565	24,788
Selling, general and administrative expenses	22,869	23,542
OPERATING INCOME	1,696	1,246
INVESTMENT INCOME	74	87
INTEREST EXPENSE	(616)	(934)
LOSS ON EARLY TERMINATION OF DEBT	-	(22)
INCOME FROM LIMITED PARTNERSHIPS	5,983	5,236
Income from continuing operations before provision for income taxes and discontinued operations	7,137	5,613
PROVISION FOR INCOME TAXES	1,059	1,426
Income from continuing operations	6,078	4,187
Loss from discontinued operations, net of tax	(94)	(102)
Gain on disposal of discontinued operations, net of tax	116	-
Net Income	\$ 6,100	\$ 4,085
WEIGHTED AVERAGE SHARES OUTSTANDING - BASIC	11,156	11,155
Basic income per share from continuing operations	\$ 0.55	\$ 0.38
Basic loss per share from discontinued operations	(0.01)	(0.01)
Basic income per share on disposal of discontinued operations	.01	-
BASIC NET INCOME PER SHARE	\$ 0.55	\$ 0.37
WEIGHTED AVERAGE SHARES OUTSTANDING - DILUTED	12,771	12,965
Diluted income per share from continuing operations	\$ 0.48	\$ 0.32
Diluted loss per share from discontinued operations	(0.01)	-
Diluted income per share on disposal of discontinued operations	0.01	-
DILUTED NET INCOME PER SHARE	\$ 0.48	\$ 0.32

(more)

REX STORES CORPORATION AND SUBSIDIARIES
 CONDENSED CONSOLIDATED BALANCE SHEET
 (in thousands)

	April 30, 2005 (unaudited)	January 31, 2005	April 30, 2004 (unaudited)
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ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents	\$ 6,221	\$ 4,671	\$ 17,092
Escrow deposit	9,000	-	-
Accounts receivable, net	3,984	5,460	3,049
Synthetic fuel receivable	964	1,675	893
Investments available for sale	-	-	7,000
Merchandise inventory	131,547	124,188	136,823
Prepaid expenses and other	672	1,230	863
Future income tax benefits	10,929	10,929	8,703
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Total current assets	163,317	148,153	174,423
PROPERTY AND EQUIPMENT, NET	129,330	129,723	131,513
ASSETS HELD FOR SALE	1,669	1,986	-
OTHER ASSETS	953	841	915
FUTURE INCOME TAX BENEFITS	27,978	27,978	14,645
RESTRICTED INVESTMENTS	2,277	2,270	2,259
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Total assets	\$ 325,524	\$ 310,951	\$ 323,755
	=====	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES:			
Notes payable	\$ 27	\$ -	\$ -
Current portion of long-term debt	2,881	2,897	5,044
Accounts payable, trade	47,037	32,842	47,616
Accrued income taxes	624	1,567	1,119
Current portion of deferred income and deferred gain on sale and leaseback	9,886	10,432	10,347
Accrued payroll and related items	4,264	6,303	3,828
Other current liabilities	5,974	6,152	7,206
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Total current liabilities	70,693	60,193	75,160
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LONG-TERM LIABILITIES:			
Long-term mortgage debt	29,213	30,501	47,573
Deferred income	11,582	11,703	12,269
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Total long-term liabilities	40,795	42,204	59,842
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SHAREHOLDERS' EQUITY:			
Common stock	291	290	286
Paid-in capital	134,338	133,474	127,724
Retained earnings	218,729	212,629	189,165
Treasury stock	(139,322)	(137,839)	(128,422)
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Total shareholders' equity	214,036	208,554	188,753
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Total liabilities and shareholders' equity	\$ 325,524	\$ 310,951	\$ 323,755
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