



## Edgar Filing: J C PENNEY CO INC - Form 8-K

On June 8, 2005, J. C. Penney Company, Inc. issued a revised Notice of Restricted Stock Unit Award ("Grant Notice") to M. T. Theilmann to clarify the effect of a voluntary retirement after attaining age 55. A copy of the Grant Notice is attached as Exhibit 10.1 hereto.

Item 5.05 Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.

On June 6, 2005, J. C. Penney Company, Inc. ("Company") adopted a restated Statement of Business Ethics. The Statement of Business Ethics applies to all Company associates, including the Company's executive officers. A copy of the restated Statement of Business Ethics is attached as Exhibit 14.1 hereto.

Item 9.01(c) Exhibits.

Exhibit 10.1 Notice of Restricted Stock Unit Award

Exhibit 14.1 J. C. Penney Company, Inc. Statement of Business Ethics

### SIGNATURE

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.

J. C. PENNEY COMPANY, INC.

By: /s/ Joanne L. Bober

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Joanne L. Bober  
Senior Vice President,  
Secretary and General Counsel

Date: June 9, 2005

### EXHIBIT INDEX

Exhibit Number	Description
Exhibit 10.1	Notice of Restricted Stock Unit Award
Exhibit 14.1	J. C. Penney Company, Inc. Statement of Business Ethics