Michaels Stores, Inc. Reports Third Quarter Earnings

IRVING, TX -- (MARKET WIRE) -- 11/29/07 -- Michaels Stores, Inc. today reported unaudited financial results for the fiscal 2007 third quarter ended November 3, 2007. Total sales for the quarter were \$940.2 million, a 4.9% increase over fiscal 2006 third quarter sales of \$896.1 million. Same-store sales for the comparable 13-week period increased 1.9%. Currency translation contributed 80 basis points to the year-over-year growth. Year-to-date sales of \$2.577 billion increased 3.2% from \$2.497 billion for the same period last year and year-to-date same-store sales increased 0.8% over the same period in fiscal 2006. Currency translation added 30 basis points to the year-to-date growth rate.

Brian Cornell, Chief Executive Officer, said, "Overall, this was a solid quarter and we are pleased with our performance. In a challenging economic environment, our comparable store sales were up solidly at 1.9%, building on last year's strong 3.3% third quarter comparable store sales performance."

Mr. Cornell added, "During the quarter, we made significant progress on our key strategic initiatives, particularly our global sourcing and pricing/promotion programs. Importantly, we are confident in our approach to evolve into a stronger consumer facing and customer driven organization while maintaining our focus on operations and cost management."

The Company's gross margin rate, inclusive of occupancy costs, increased 110 basis points in the third quarter and 80 basis points on a year-to-date basis for fiscal 2007. Expansion in the gross margin rate for the third quarter was driven by leverage in occupancy costs and continued growth in merchandise margins. Year-to-date gross margin was primarily driven by growth in merchandise margins. The increase in the Company's merchandise margin rate was principally due to continued success in improving the efficiency of its promotional programs and the benefits of ongoing product sourcing initiatives.

Selling, general, and administrative expense in the third quarter increased \$7.1 million, a 2.8% increase versus the prior year period, to \$262.5 million, and declined 60 basis points to 27.9% as a percent of sales primarily due to decreases in professional fees. Year-to-date selling, general and administrative expense increased \$35.3 million, to 29.5% of sales from 29.1% for the same period last year, resulting primarily from expenses resulting from strategic initiative programs.

Operating income increased approximately \$5.3 million to \$59.1 million, or to 6.4% of sales, in the third quarter of fiscal 2007 from 6.0% in the third quarter of fiscal 2006. The increase was due to the Company's improved gross margin and selling, general and administrative expense performances, partially offset by the exit costs associated with the closing of our Star Decorators' Wholesale and Recollections concept businesses and related party expenses. Year-to-date fiscal 2007 operating income was \$144.1 million, or 5.7% of sales, versus \$161.4 million, or 6.5% of sales, for the same period of fiscal 2006. The decrease in year-to-date operating income was primarily due to related party expenses, transaction related compensation costs, and exit costs associated with our concept businesses, partly offset by the expanded gross margin rate.

Net income decreased \$53.1 million to a net loss of \$18.1 million in the third quarter of fiscal 2007 from a net income of \$35.0 million in the third quarter of fiscal 2006. Year-to-date net income also

decreased to a net loss of \$84.6 million compared to a net income of \$108.3 million in the same period last year. The decrease in net income for both periods was primarily due to interest expense.

The Company presents Adjusted EBITDA to provide additional information to evaluate its operating performance and its ability to service its debt. Adjusted EBITDA for the third quarter of fiscal 2007 was \$118.4 million, or 12.6% of sales, versus \$110.0 million, or 12.3% of sales, for the same period last year. Reconciliations of GAAP measures to non-GAAP Adjusted EBITDA presented herein are included at the end of this press release. Third Quarter Adjusted EBITDA does include consulting costs and market-driven cash compensation costs totaling approximately \$4 million.

Year-to-date fiscal 2007 Adjusted EBITDA was \$318.6 million, or 12.4% of sales, versus \$316.0 million, or 12.7% of sales, in the first nine months of fiscal 2006. Year-to-date Adjusted EBITDA for fiscal 2007 increased modestly, due in part to improved margin performance partially offset by the market-driven cash compensation costs and consulting expenses related to the Company's strategic initiatives, which total approximately \$17 million.

Balance Sheet and Cash Flow

The Company's cash balance at the end of the third quarter was \$56.7 million. Third quarter debt levels totaled \$4.181 billion, up \$83.3 million from the end of second quarter primarily as a result of holiday working capital needs. During the quarter, the Company made a \$5.9 million amortization payment on its Senior Secured Term Loan.

Average inventory per Michaels store at the end of the third quarter of fiscal 2007, inclusive of distribution centers, was up 1.5% to \$1.02 million compared to \$1.01 million at the end of the third quarter for fiscal 2006. The increase in average inventory is primarily due to the timing of holiday inventory receipts.

Capital spending for the nine months ending November 3, 2007, totaled \$85.9 million, with \$48.5 million attributable to real estate activities, such as new, relocated, existing and remodeled stores, and \$35.9 million for strategic initiatives such as the new Centralia, Washington distribution center, a Workforce Management System and other merchandise system enhancements.

During the first nine months of fiscal 2007, the Company opened 43 new stores, relocated 11 stores, remodeled 39 stores and closed three Michaels stores. In addition, the Company opened two and closed one Aaron Brothers stores during this period.

Outlook

For the fourth quarter of fiscal 2007, same-store sales versus the prior year are currently expected to be approximately flat. Total sales growth for the fourth quarter of fiscal 2007 will be negatively impacted by approximately 430 basis points due to the absence of a 53rd week this year. Total sales are expected to be down approximately 1%. Operating income is expected to range between \$225 and \$235 million. Stronger merchandise margin performance is anticipated to be partially offset by incremental spending for market-driven cash compensation costs and related party expenses. Adjusted EBITDA for the fourth quarter of fiscal 2007 is expected to range between \$280 and \$290 million versus \$301 million in the prior year period, which included the additional 53rd week with sales of \$58.7 million.

For fiscal 2007, same-store sales growth is expected to be approximately flat to up 1%, with total sales increasing between 1% and 3%. Total sales growth for fiscal 2007 will be negatively impacted by approximately 150 basis points due to the absence of a 53rd week this year. Gross

margin is currently expected to be flat to up 10 basis points driven primarily by merchandise margin expansion. Adjusted EBITDA for fiscal 2007 is expected to range between \$600 and \$610 million versus \$617 million for fiscal 2006, which included a 53rd week. Adjusted EBITDA for fiscal 2007 includes costs associated with consulting expenses related to the Company's strategic initiatives as well as additional market-driven cash compensation costs, which total approximately \$25 million.

The Company will host a conference call at 4:00 p.m. central time today, hosted by Chief Executive Officer, Brian Cornell and President and Chief Financial Officer, Jeffrey Boyer. Those who wish to participate in the call may do so by dialing 973-935-8513, conference ID# 8403488. Any interested party will also have the opportunity to access the call via the Internet at www.michaels.com. To listen to the live call, please go to the website at least 15 minutes early to register and download any necessary audio software. For those who cannot listen to the live broadcast, a recording will be available for 30 days after the date of the event. Recordings may be accessed at www.michaels.com or by phone at 973-341-3080, PIN 8403488.

Michaels Stores, Inc. is North America's largest specialty retailer of arts, crafts, framing, floral, wall décor, and seasonal merchandise for the hobbyist and do-it-yourself home decorator. As of November 28, 2007, the Company owns and operates 964 Michaels stores in 48 states and Canada, 168 Aaron Brothers stores, 11 Recollections stores, and four Star Wholesale operations.

This news release contains forward-looking statements that reflect our plans, estimates, and beliefs. Any statements contained herein (including, but not limited to, statements to the effect that Michaels or its management "anticipates," "plans," "estimates," "expects," "believes," and other similar expressions) that are not statements of historical fact should be considered forward-looking statements and should be read in conjunction with our consolidated financial statements and related notes in our Annual Report on Form 10-K for the fiscal year ended February 3, 2007 and in our Quarterly Reports on Form 10-Q for the guarters ended May 5, 2007 and August 4, 2007. Specific examples of forward-looking statements include, but are not limited to, forecasts of samestore sales growth, total sales growth, operating income, Adjusted EBITDA and forecasts of other financial performance. Our actual results could materially differ from those discussed in these forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to: our substantial leverage, as well as the restrictions and financial exposure associated with the same; our ability to service the interest and principal payments of our debt; restrictions contained in our various debt agreements that limit our flexibility in operating our business; our ability to remain competitive in the areas of merchandise quality, price, breadth of selection, customer service, and convenience; our ability to anticipate and/or react to changes in customer demand; changes in consumer confidence; unexpected consumer responses to changes in promotional programs and merchandise offerings; decline in consumer subscriptions of newspapers; unusual weather conditions; the execution and management of our store growth and the availability of acceptable real estate locations for new store openings; the effective maintenance of our perpetual inventory and automated replenishment systems and related impacts to inventory levels; delays in the receipt of merchandise ordered from our suppliers due to delays in connection with either the manufacture or shipment of such merchandise; transportation delays (including dock strikes and other work stoppages); changes in political, economic, and social conditions; commodity, energy and fuel cost increases, currency fluctuations, and changes in import duties; our ability to maintain the security of electronic and other confidential information; financial difficulties of any of our key vendors or suppliers; possible product recalls and product liability claims; lawsuits asserted by our previous stockholders or others challenging the merger transaction; and other factors as set forth in our Annual Report on Form 10-K for the fiscal year ended February 3, 2007, particularly in "Critical Accounting Policies and Estimates" and "Risk Factors," and in our other Securities and Exchange Commission filings. We intend these forwardlooking statements to speak only as of the time of this release and do not undertake to update or revise them as more information becomes available.

This press release is also available on the Michaels Stores, Inc. website (www.michaels.com).

Michaels Stores, Inc.

Supplemental Disclosures Regarding Non-GAAP Financial Information

The following table sets forth the Company's Earnings before Interest, Taxes, Depreciation and Amortization ("EBITDA"). The Company defines EBITDA as net income before interest, income taxes, depreciation and amortization. Additionally, the table presents Adjusted Earnings before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA"). The Company defines Adjusted EBITDA as EBITDA adjusted for certain defined amounts that are added to or subtracted from EBITDA in accordance with the Company's credit agreements (collectively, the "Adjustments"). The Adjustments are described in further detail in the footnotes to the table below.

The Company has presented EBITDA and Adjusted EBITDA in this press release to provide investors with additional information to evaluate our operating performance and our ability to service our debt. The Company uses EBITDA, among other things, to evaluate operating performance, to plan and forecast future periods' operating performance, and as an incentive compensation target for certain management personnel. The Company uses Adjusted EBITDA in its assessment to make restricted payments, as defined within its Senior secured term loan which was executed on October 31, 2006. Contained in that agreement are limitations on the Company's ability to make restricted payments, with the eligibility to make such payments partly dependent upon Adjusted EBITDA.

As EBITDA and Adjusted EBITDA are not measures of operating performance or liquidity calculated in accordance with U.S. GAAP, these measures should not be considered in isolation of, or as a substitute for, net income, as an indicator of operating performance, or net cash provided by operating activities as an indicator of liquidity. Our computation of EBITDA and Adjusted EBITDA may differ from similarly titled measures used by other companies. As EBITDA and Adjusted EBITDA exclude certain financial information compared with net income and net cash provided by operating activities, the most directly comparable GAAP financial measures, users of this financial information should consider the types of events and transactions which are excluded. The table below shows a reconciliation of EBITDA and Adjusted EBITDA to net earnings and net cash provided by operating activities.

Michaels Stores, Inc.
Reconciliation of Adjusted EBITDA
(in millions)

					Fore	cast of		
	Three	months	Nine	${\tt months}$	thre	e month	S	
	end	ded	enc	ded	en	ding	For	ecast c
	Nover	mber 3,	Noven	mber 3,	Feb	ruary 2	, F	iscal
	20	007	20	07		2008		2007
Cash flows from operating								
activities	\$	(49.9)	\$	(79.8)	\$	289.0	\$	209.2
Depreciation and								
amortization		(31.7)		(93.7)		(35.1)		(128.8

Share-based compensation Tax benefit from stock	(1.4)	(4.2)	(2.8)	(7.0
options exercised	_	_	_	_
Loss on Star &	(7.0)	(7.0)	16.6	/12 (
Recollections exit costs Other	(7.0)	(7.0) (11.8)		
Changes in assets and	(4.1)	(11.0)	(4.3)	(10.1
liabilities	76.0	111.9	(153.4)	(41.5
Net (loss) income	(18.1)	(84.6)	86.8	2.2
Interest expense	94.7	285.3	92.8	378.1
<pre>Interest income Income tax (benefit)</pre>	(0.3)	(0.7)	-	(0.7
provision	(11.4)	(45.9)	52.6	6.7
Depreciation and				
amortization	31.7	93.7	35.1	128.8
EBITDA Adjustments:	96.6	247.8	267.3	515.1
Share-based compensation Strategic alternatives	1.4	4.2	2.8	7.0
and other legal	8.3	30.4	_	30.4
Store pre-opening costs	3.0	6.0	0.6	6.6
Multi-year initiatives	0.4	8.2	0.2	8.4
Specialty Business Dispositions	7.0	7.0	6.6	13.6
Sponsor Fees	3.5	10.3		
Other	(1.8)	4.7	7.6	12.3
Adjusted EBITDA	\$ 118.4 =======	•		\$ 607.2
	Three months	Nine months	Three months	
	ended	ended	ended	
	October 28, 2006	October 28, 2006	February 3, 2007	
Cash flows from operating activities Depreciation and	\$ (22.5)	\$ 19.0	\$ 138.1	\$ 157.1
amortization	(28.4)	(85.1)	(33.6)	(118.6
Share-based compensation			0.3	
Tax benefit from stock	4 5	0.0 5	(0.4)	10.0
options exercised Loss on Star &	4.7	20.7	(8.4)	12.3
Recollections exit costs	_	_	_	-
Other	(0.1)	(0.2)	(5.2)	(5.4
Changes in assets and liabilities	86.0	169.4	(158.3)	11.0
Net (loss) income	35.0	108.3	(67.2)	41.1

Interest expense Interest income		0.2 (2.7)		0.6 (9.6)		103.9		104.5
<pre>Income tax (benefit) provision</pre>		21.3		65.7		3.2		68.9
Depreciation and		20 4		0.5.1		22 5		110 (
amortization		28.4		85.1		33.5		118.6
EBITDA		82.3		250.1		73.4		323.5
Adjustments:				_				
Share-based compensation		4.7		15.6		119.1		134.7
Strategic alternatives								
and other legal		10.8		27.7		99.5		127.3
Store pre-opening costs		1.7		4.6		0.6		5.2
Multi-year initiatives		3.8		11.9		1.4		13.3
Specialty Business								
Dispositions		_		_		_		_
Sponsor Fees		_		_		3.3		3.3
Other		6.8		6.0		3.4		9.4
Adjusted EBITDA	\$	110.0	\$	316.0	\$	300.8	\$	616.7
	====	=====	==	=======	===	======	==:	=======

The numbers may not foot or cross foot due to rounding.

Michaels Stores, Inc. Consolidated Statements of Operations (In thousands) (Unaudited)

Subject to reclassification

		Quarter	Enc	ded	Nine Months Ended		
	November 3, 2007		November 3, October 2007 200		November 3, 2007	October 28, 2006	
Net sales Cost of sales and	\$	940,222	\$	896 , 080	\$ 2,577,294	\$ 2,496,825	
occupancy expense		594,920		576,705	1,613,182	1,582,966	
Gross profit Selling, general, and		345,302		319,375	964,112	913,859	
administrative expense Exit costs for concept		262,496		255 , 352	761 , 405	726 , 070	
businesses		6 , 983		_	6,983	-	
Transaction expenses		7,834		8,532	29,086	21,730	

Related party expenses Store pre-opening costs	5,897 2,964		16,562 5,932	4,642
Operating income Interest expense Other (income) and	59,128 94,770	•	144,144 285,330	161,417 649
expense, net	(6,112	(2,716)	(10,643)	(13,207
<pre>(Loss) income before income taxes (Benefit) provision for</pre>	(29,530	56,298	(130,543)	173,975
income taxes	(11,434	21,253	(45,898)	65 , 676
Net (loss) income	\$ (18,096	35,045	\$ (84,645)	\$ 108,299

Michaels Stores, Inc. Consolidated Balance Sheets (In thousands, except share amounts) (Unaudited)

November 3, 2007	February 3, 2007	October 28, 2006
¢	ċ 20 000	ć 21E 240
	•	\$ 315,249
	•	978,901
		36,946
79,186	32,902	-
1,279,379	1,000,180	1,383,521
1,153,596	1,122,948	1,108,575
(708,861)	(674,275)	(661,611
444,735	448,673	446,964
115,839	115,839	115,839
106.438	120.193	_
7,526	8,117	24,119
229,803	244,149	139,958
	\$ 56,676 1,035,129 72,794 35,594 79,186 	\$ 56,676 \$ 30,098 1,035,129 847,529 72,794 54,435 35,594 35,216 79,186 32,902 1,279,379 1,000,180 1,153,596 (674,275) 444,735 448,673 115,839 115,839 106,438 120,193 7,526 8,117

Total assets	\$ 1,953,917	\$ 1,693,002	\$ 1,970,443
LIABILITIES AND STOCKHOLDERS' (D	EFICIT) EQUIT	Y	
Current liabilities: Accounts payable Accrued interest Accrued liabilities and other Income taxes payable	44,748	\$ 214,470 34,551 255,880 7,331	90 277 , 635
Current portion of long-term debt		229,765	-
Total current liabilities	1,061,394	741,997	522,706
Long-term debt Deferred income taxes Other long-term liabilities	16,361	3,728,745 29,139 68,444	90,586
Total long-term liabilities	3,834,128	3,826,328	90,586
	4,895,522	4,568,325	613,292
Commitments and contingencies Stockholders' (deficit) equity: Common Stock, \$0.10 par value, 220,000,000 shares authorized; 118,451,736 shares issued and outstanding at November 3, 2007; 117,973,396 shares issued and outstanding at February 3, 2007; 350,000,000 shares authorized and 136,313,415 shares issued and 133,547,015 shares outstandin	g		
at October 28, 2006	11,845		
Additional paid-in capital Retained (deficit) earnings Accumulated other comprehensive	11,233 (2,979,550)	(2,893,918)	485,727 943,769
income Treasury Stock (none at November 3 2007 and February 3, 2007; 2,766,400 shares at October 28,	14,867	6,798	8,151
2006)			(94,127
Total stockholders' (deficit) equity	(2,941,605)	(2,875,323)	1,357,151
Total liabilities and stockholders' (deficit) equity	•	\$ 1,693,002 ======	•

Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	Nine Months Ended				
Subject to reclassification	November 3, 2007	October 28, 2006			
Operating activities:					
Net (loss) income	\$ (84,645)	\$ 108,299			
Adjustments:					
Depreciation and amortization	93,668	85,059			
Share-based compensation		15,557			
Tax benefits from stock options exercised	_	(20,740			
Exit costs for concept businesses	6,983	(20) / 10			
Other	11,838	226			
Changes in assets and liabilities:	11,000	220			
Merchandise inventories	(107 601)	(10/ 070			
		(194,978			
Prepaid expenses and other	99	` '			
Deferred income taxes and other	(13,905)				
Accounts payable	55,771				
Accrued interest	10,196				
Accrued liabilities and other	37 , 916				
Income taxes payable	(52,214)	(2,471			
Other long-term liabilities	37,911	2,984			
Net cash (used in) provided by operating					
activities	(79,817)	19,043			
Investing activities:					
Additions to property and equipment		(107,665			
Net cash used in investing activities	(85,913)	(107,665			
Financing activities:					
Borrowings on asset-based revolving credit	500 506				
facility	792 , 786	_			
Payments on asset-based revolving credit					
facility	(577 , 860)	-			
Repayments on senior secured term loan facility	(17 , 625)	-			
Equity investment of Management	8 , 055	_			
Cash dividends paid to stockholders	_	(42,563			
Repurchase of old Common Stock	_	(66,182			
Repurchase of new Common Stock	(940)	_			
Proceeds from stock options exercised	_	35,608			
Tax benefits from stock options exercised	_	20,740			
Proceeds from issuance of old Common Stock and		•			
other	_	1,804			
Payment of capital leases	(6,551)				
1	(-,)				

Change in cash overdraft	(5 , 557)		2,015
Net cash provided by (used in) financing activities	 192,308		(48,578
Net increase (decrease) in cash and equivalents Cash and equivalents at beginning of period	26,578 30,098		(137,200 452,449
Cash and equivalents at end of period	\$ 56 , 676	\$ ==	315,249
Supplemental Cash Flow Information: Cash paid for interest	\$ 235 , 874		648
Cash paid for income taxes	\$ 23,644	\$	

Michaels Stores, Inc. Summary of Operating Data (Unaudited)

The following table sets forth the percentage relationship to net sales of each line item of our unaudited consolidated statements of income: (Schedule may not foot due to rounding)

	Quarter	Ended	Nine Months Ended			
		2006	November 3, 2007	2006		
Net sales Cost of sales and			100.0 %			
occupancy expense	63.3	64.4	62.6	63.4		
Gross profit Selling, general, and	36.7	35.6	37.4	36.6		
administrative expense Exit costs for concept	27.9	28.5	29.5	29.1		
businesses	0.7	_	0.3	_		
Transaction expenses	0.8	1.0	1.1	0.7		
Related party expenses	0.6	_	0.6	_		
Store pre-opening costs	0.3	0.2	0.2	0.2		
Operating income	6.4	6.0	5.7	6.5		
Interest expense	10.1	_	11.1	_		
Other (income) and expense, net	(0.7)	(0.3)	(0.4)	(0.5		
(Loss) income before income taxes	(3.0)	6.3	(5.0)	7.0		

Provision for income taxes	(1.2)	2.4	(1.8)	2.6
Net (loss) income	(1.8)%	3.9%	(3.2)%	4.3

The following table sets forth certain of our unaudited operating data (dollar amounts in thousands):

	Quarter	Ended	Nine Months Ended			
	November 3, 2007	October 28, 2006				
Michaels stores: Retail stores open at beginning of period Retail stores opened during the period Retail stores opened	937 23	905 15	920 43	885 39		
(relocations) during the period Retail stores closed during the period Retail stores closed (relocations) during the period	4 -	2 (1)	11 (3)	7 (5		
	(4)	(2)	(11)	(7		
Retail stores open at end of period	960	919	960	919		
Aaron Brothers stores: Retail stores open at beginning of period Retail stores opened during the period Retail stores closed during the period	167 - -	165 - -	166 2 (1)	166 - (1		
Retail stores open at end of period	167	165	167	165		
Recollections stores: Retail stores open at beginning of period Retail stores opened during the period	11 	11	11 -	11		
Retail stores open at end of period	11	11	11	11		

Star Decorators				
Wholesale stores:				
Wholesale stores open				
at beginning of				
period	4	4	4	4
Wholesale stores				
opened during the				
period	_	_	_	_
Wholesale stores open				
at end of period	4	4	4	4
Total store count at				
end of period	1,142	1,099	1,142	1,099
	=======	========	=======	========
Other operating data:				
Average inventory per				
Michaels store (1)	\$ 1,020	\$ 1,005	\$ 1,020	\$ 1,005
Comparable store				
sales increase				
(decrease) (2)	1.9%	3.3%	0.89	0.1

Michaels Stores, Inc. Footnotes to Financial and Operating Data Tables (Unaudited)

- (1) Average inventory per Michaels store calculation excludes Aaron Brothers, Recollections, and Star Decorators Wholesale stores.
- (2) Comparable store sales increase represents the increase in net sales for stores open the same number of months in the indicated period and the comparable period of the previous year, including stores that were relocated or expanded during either period. A store is deemed to become comparable in its 14th month of operation in order to eliminate grand opening sales distortions. A store temporarily closed more than 2 week due to a catastrophic event is not considered comparable during the month it closed. If a store is closed longer than 2 weeks but less tha 2 months, it becomes comparable in the month in which it reopens, subject to a mid-month convention. A store closed longer than 2 month becomes comparable in its 14th month of operation after its reopening.