## Edgar Filing: CHICOS FAS INC - Form 4

CHICOS FA	S INC									
Form 4										
September 04	4, 2008									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									APPROVAL	
	Washington, D.C. 20549							OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	6.		F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						January 31, 2005 average irs per 0.5	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type F	Responses)									
1. Name and A NOCE COL	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol CHICOS FAS INC [CHS]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)		3. Date of Earliest Transaction				(Check all applicable)			
11215 MET	(Month/D	(Month/Day/Year) 09/02/2008				Director       10% Owner         Officer (give title       Other (specify below)         Brand President WHIBM				
	nendment, Date Original Ionth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>					
FT. MYERS	S, FL 33966		Pe				Form filed by More than One Reporting Person			
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative	Secur	ities Aco	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. (Month/Day/Year) Exe any (Mo		3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)			d of	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
-			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	09/02/2008		Р	1,931	А	\$ 5.94	26,031	D		
Common Stock	09/02/2008		Р	3,981	А	\$ 5.95	30,012	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>			Relationships	
	Director	10% Owner	Officer	Other
NOCE COLACO DONNA 11215 METRO PARKWAY FT. MYERS, FL 33966			Brand President WHIBM	
Signatures				
Michael J. Kincaid, Attorney in Fact		09/04/2008	3	

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.