

EDMONDS SCOTT A

Form 4

December 06, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
EDMONDS SCOTT A

(Last) (First) (Middle)

11215 METRO PARKWAY

(Street)

FT. MYERS, FL 33912

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CHICOS FAS INC [CHS]

3. Date of Earliest Transaction
(Month/Day/Year)

12/02/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/02/2005		S		300	D	\$ 44.27
Common Stock	12/02/2005		S		600	D	\$ 44.26
Common Stock	12/02/2005		S		3,000	D	\$ 44.25
Common Stock	12/02/2005		S		4,900	D	\$ 44.24
Common Stock	12/02/2005		S		5,600	D	\$ 44.23
							81,766
							81,166
							78,166
							73,266
							67,666
							D
							D
							D
							D
							D

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Common Stock	12/02/2005	S	7,566	D	\$ 44.22	60,100	D	
Common Stock	12/02/2005	S	1,600	D	\$ 44.21	58,500	D	
Common Stock	12/02/2005	S	11,900	D	\$ 44.2	46,600	D	
Common Stock	12/02/2005	S	1,300	D	\$ 44.19	45,300	D	
Common Stock	12/02/2005	S	2,600	D	\$ 44.18	42,700	D	
Common Stock	12/02/2005	S	800	D	\$ 44.17	41,900	D	
Common Stock	12/02/2005	S	3,500	D	\$ 44.16	38,400	D	
Common Stock	12/02/2005	S	16,000	D	\$ 44.15	22,400	D	
Common Stock	12/02/2005	S	1,400	D	\$ 44.14	21,000	D	
Common Stock						1,600	I	By spouse
Common Stock						2,648 ⁽¹⁾	I	By daughter
Common Stock						2,248	I	By daughter
Common Stock						77,900 ⁽¹⁾	I	By limited partnership

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

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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4, and 5)

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDMONDS SCOTT A 11215 METRO PARKWAY FT. MYERS, FL 33912	X		President and CEO	

Signatures

Michael J. Kincaid, Attorney In Fact	12/06/2005
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__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).
- (1) Reflects (a) change from direct to indirect ownership by daughter of 400 shares since last report filed on 10/03/05, and (b) change from direct ownership to indirect ownership by limited partnership of 400 other shares since last report filed on 10/03/05.

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