Edgar Filing: CHICOS FAS INC - Form 4

Form 4	SINC											
June 25, 2012	2											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL			
	UNITED	51A1E5 51		hington, 1			NGE		OMB Number:	3235-0287		
Check this box									Expires:	January 31,		
if no longe subject to Section 16 Form 4 or	ENT OF C	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated average burden hours per response 0.5			
Form 5 obligation may contin <i>See</i> Instruct 1(b).	$\frac{s}{nue.}$ Section 17(a)	20(h) of the Investment Commonly A of 1040								0.0		
(Print or Type R	esponses)											
WALKER DAVID F Symbol				r Name and Ticker or Trading OS FAS INC [CHS]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (N	liddle) 3.	Date of I	Earliest Tra	insaction			(Chec	ck an applicable	;)		
11215 METRO PARKWAY 06/21/20 (Street) 4. If Amer				Ionth/Day/Year) 5/21/2012				X_ Director 10% Owner Officer (give title Other (specify below) below)				
				Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
FT. MYERS	, FL 33966								More than One Re			
(City)	(State) (Zip)	Table	I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1. Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)		Date, if	CodeDisposed of (D)ar)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesHBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common	06/01/2012			Code V	Amount 8,457	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	D			
Stock	06/21/2012			А	<u>(1)</u>	A	\$0	56,453	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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

Edgar Filing: CHICOS FAS INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	of (1				Secur	unt of rlying	Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	,		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
WALKER DAVID F 11215 METRO PARKWAY FT. MYERS, FL 33966	Х							
Signatures								
David M. Oliver, Attorney in Fact	(06/25/2012						
<u>**</u> 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) Vests 100% on 6/21/2013.

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.