

CHICOS FAS INC  
Form 4  
December 08, 2004

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DARROW SMITH PATRICIA**

(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)  
12/06/2004

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)

SVP- GMM- White House

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 (A) 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock                    | 12/06/2004                           |  | S                              |   | 2,200   | D  | \$ 43.25                                   |
| Common Stock                    | 12/06/2004                           |  | S                              |   | 3,500   | D  | \$ 43.2                                    |
| Common Stock                    | 12/06/2004                           |  | S                              |   | 800   | D  | \$ 43.19                                   |
| Common Stock                    | 12/06/2004                           |  | S                              |   | 100   | D  | \$ 43.18                                   |
| Common Stock                    | 12/06/2004                           |  | S                              |   | 700   | D  | \$ 43.12                                   |

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|              |            |   |        |   |          |        |   |
|--------------|------------|---|--------|---|----------|--------|---|
| Common Stock | 12/06/2004 | S | 1,900  | D | \$ 43.13 | 49,347 | D |
| Common Stock | 12/06/2004 | S | 100    | D | \$ 43.14 | 49,247 | D |
| Common Stock | 12/06/2004 | S | 200    | D | \$ 43.11 | 49,047 | D |
| Common Stock | 12/06/2004 | S | 1,100  | D | \$ 43.06 | 47,947 | D |
| Common Stock | 12/06/2004 | S | 700    | D | \$ 43.07 | 47,247 | D |
| Common Stock | 12/06/2004 | S | 2,900  | D | \$ 43.08 | 44,347 | D |
| Common Stock | 12/06/2004 | S | 100    | D | \$ 43.1  | 44,247 | D |
| Common Stock | 12/06/2004 | S | 2,100  | D | \$ 43.09 | 42,147 | D |
| Common Stock | 12/06/2004 | S | 11,500 | D | \$ 43.02 | 30,647 | D |
| Common Stock | 12/06/2004 | S | 1,100  | D | \$ 43.03 | 29,547 | D |
| Common Stock | 12/06/2004 | S | 2,700  | D | \$ 43.04 | 26,847 | D |
| Common Stock | 12/06/2004 | S | 1,900  | D | \$ 43.01 | 24,947 | D |
| Common Stock | 12/06/2004 | S | 2,347  | D | \$ 43.05 | 22,600 | D |
| Common Stock | 12/06/2004 | S | 9,200  | D | \$ 42.96 | 13,400 | D |
| Common Stock | 12/06/2004 | S | 3,400  | D | \$ 42.97 | 10,000 | D |
| Common Stock | 12/06/2004 | S | 700    | D | \$ 43    | 9,300  | D |
| Common Stock | 12/06/2004 | S | 300    | D | \$ 42.93 | 9,000  | D |
| Common Stock | 12/06/2004 | S | 5,200  | D | \$ 42.95 | 3,800  | D |
| Common Stock | 12/06/2004 | S | 3,100  | D | \$ 42.94 | 700    | D |
| Common Stock | 12/06/2004 | S | 300    | D | \$ 42.92 | 400    | D |
|              |            |   |        |   |          | 400    | I |

Common Stock

by Husband

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)

Table with 10 columns: 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. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5), 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. Number of Derivative Securities Beneficially Owned (Instr. 6), 10. Amount or Number of Shares.

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DARROW SMITH PATRICIA 11215 METRO PARKWAY FT. MYERS, FL 33912

SVP- GMM- White House

Signatures

Michael J. Kincaid, Attorney in Fact

12/08/2004

\*\*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.

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