

Edgar Filing: CACHE INC - Form SC 13G

CACHE INC  
Form SC 13G  
July 11, 2005

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OMB APPROVAL  
OMB Number 3235-0145  
Expires: December 31, 2005  
Estimated average burden  
hours per response . . . 11  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

INITIAL SCHEDULE 13G

Under the Securities Exchange Act of 1934

Cache, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

127150308

-----  
(CUSIP Number)

June 30, 2005

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the

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Notes).

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-----  
 1 NAME OF REPORTING PERSON  
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

Manulife Financial Corporation

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
 (b)

N/A

-----  
 3 SEC USE ONLY

-----  
 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

-----  
 Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person  
 With

5 SOLE VOTING POWER  
 3,129

-----  
 6 SHARED VOTING POWER  
 0

-----  
 7 SOLE DISPOSITIVE POWER  
 3,129

-----  
 8 SHARED DISPOSITIVE POWER  
 0

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-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,129 plus amounts held through its indirect, wholly-owned subsidiaries, John Hancock and Independent Investments, LLC  
-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A  
-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
11.4%  
-----  
12 TYPE OF REPORTING PERSON\*  
HC  
-----

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-----  
1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).  
Independence Investments, LLC  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
N/A (b)   
-----  
3 SEC USE ONLY  
-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware  
-----

Number of  
Shares  
Beneficially  
Owned by  
Each

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Reporting Person With 5 SOLE VOTING POWER  
1,469,900

6 SHARED VOTING POWER  
0

7 SOLE DISPOSITIVE POWER  
1,469,900

8 SHARED DISPOSITIVE POWER  
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,469,900

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
9.4%

12 TYPE OF REPORTING PERSON\*  
IA

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).  
John Hancock Advisers, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
(b)

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N/A

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

---

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

5 SOLE VOTING POWER  
320,400

---

6 SHARED VOTING POWER  
0

---

7 SOLE DISPOSITIVE POWER  
320,400

---

8 SHARED DISPOSITIVE POWER  
0

---

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
320,400

---

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A

---

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
2.0%

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12 TYPE OF REPORTING PERSON\*  
IA

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Attention: Intentional misstatements or omissions of fact constitute

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Federal criminal violations (See 18 U.S.C. 1001)

- Item 1(a) Name of Issuer:  
-----  
Cache, Inc.
- Item 1(b) Address of Issuer's Principal Executive Offices:  
-----  
1440 Broadway  
New York, NY 10018
- Item 2(a) Name of Person Filing:  
-----  
This filing is made on behalf of Manulife Financial Corporation ("MFC"), and MFC's indirect, wholly-owned subsidiaries Independence Investments, LLC ("IIA") and John Hancock Advisers LLC ("JHA").
- Item 2(b) Address of the Principal Offices:  
-----  
The principal business offices of MFC are located at 200 Bloor Street, East, Toronto, Ontario, Canada M4W IE5; IIA is located at 53 State Street, Boston, MA 02109 and JHA is located at 101 Huntington Avenue, Boston, Massachusetts 02199.
- Item 2(c) Citizenship:  
-----  
MFC is organized and exists under the laws of Canada. IIA and JHA are organized and exist under the laws of the State of Delaware.
- Item 2(d) Title of Class of Securities:  
-----  
Common Stock, par value \$.01 per share
- Item 2(e) CUSIP Number:  
-----  
127150308
- Item 3 If the Statement is being filed pursuant to Rule  
-----  
13d-1(b), or 13d-2(b), check whether the person filing is a:  
-----
- MFC: (g) (X) Parent Holding Company, in accordance with  
ss.240.13d-1(b) (ii) (G).
- JHA: (e) (X) Investment Adviser registered under  
ss.203 of the Investment Advisers Act of 1940.
- IIA: (e) (X) Investment Adviser registered under  
ss.203 of the Investment Advisers Act of 1940.
- Item 4 Ownership:  
-----
- (a) Amount Beneficially Owned:  
-----  
MFC has direct beneficial ownership of 3,129 shares of Common Stock, JHA has direct beneficial ownership

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of 320,400 shares of Common Stock and IIA has direct beneficial ownership of 1,469,900 shares of Common Stock. Through its parent-subsidiary relationship to IIA and JHA, MFC may be deemed to have indirect, beneficial ownership of these same shares.

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(b) Percent of Class:  
-----

Of the 15,706,428 shares outstanding as of May 10, 2005 according to the issuer's quarterly report on form 10-Q for the period ended April 2, 2005, MFC held .0002%, IIA held 9.4% and JHA held 2.0%.

(c) Number of shares as to which the person has:  
-----

(i) sole power to vote or to direct the vote:

MFC, IIA and JHA each has sole power to vote or to direct the vote of the shares of Common Stock beneficially owned by each of them. JHA has sole power to vote or to direct the vote of the shares of Common Stock beneficially owned by it pursuant to an advisory agreement.

(ii) shared power to vote or to direct the vote:

None.

(iii) sole power to dispose or to direct the disposition of:

MFC, IIA and JHA each has sole power to dispose or to direct the disposition of the shares of Common Stock beneficially owned by each of them. JHA has sole power to dispose or to direct the disposition of the shares of Common Stock beneficially owned by it pursuant to an advisory agreement.

(iv) shared power to dispose or to direct the disposition of:

None.

Item 5 Ownership of Five Percent or Less of a Class:  
-----

Not applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:  
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Not applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the  
-----  
Security Being Reported on by the Parent Holding Company:  
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See Items 3 and 4 above.

Item 8 Identification and Classification of Members of the Group:  
-----

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Not applicable.

Item 9 Notice of Dissolution of a Group:  
-----  
Not applicable.

Item 10 Certification:  
-----  
By signing below the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Manulife Financial Corporation

By: /s/Christer V. Ahlvik  
-----

Name: Christer V. Ahlvik

Title: Vice President and Corporate Secretary

Dated: July 11, 2005

John Hancock Advisers, LLC

By: /s/Al Ouellette  
-----

Name: Al Ouellette

Title: Assistant Vice President and Senior Advisor

Dated: July 11, 2005

Independence Investments, LLC

By: /s/Patti Thompson  
-----

Name: Patti Thompson

Title: Chief Compliance Officer

Dated: July 11, 2005

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EXHIBIT A



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JOINT FILING AGREEMENT  
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Manulife Financial Corporation, Independence Investments, LLC and John Hancock Advisers, LLC agree that the Initial Schedule 13G to which this Agreement is attached, relating to the Common Stock of Cache, Inc. is filed on behalf of each of them.

Manulife Financial Corporation

By: /s/Christer V. Ahlvik  
-----

Name: Christer V. Ahlvik

Title: Vice President and Corporate Secret

Dated: July 11, 2005

John Hancock Advisers, LLC

By: /s/Al Ouellette  
-----

Name: Al Ouellette

Title: Assistant Vice President and Senior

Dated: July 11, 2005

Independence Investments, LLC

By: /s/Patti Thompson  
-----

Name: Patti Thompson

Title: Chief Compliance Officer

Dated: July 11, 2005

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