

Edgar Filing: CHICOS FAS INC - Form 4

Common Stock	12/22/2005	S	3,000	D	\$ 43.68	12,166	I	by Husband
Common Stock	12/22/2005	S	700	D	\$ 43.67	11,466	I	by Husband
Common Stock	12/22/2005	S	166	D	\$ 43.66	11,300	I	by Husband
Common Stock	12/22/2005	S	8,000	D	\$ 43.65	3,300	I	by Husband

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.

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, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options	\$ 15.275	12/22/2005		M	26,666	<u>(1)</u>	09/29/2013	Common Stock	26,666
Employee Stock Options	\$ 18.665					<u>(2)</u>	02/02/2014	Common Stock	33,333
Employee Stock Options	\$ 26.34					<u>(3)</u>	01/31/2015	Common Stock	75,000
Employee Stock Options	\$ 15.275	12/22/2005		M	16,666	<u>(1)</u>	09/29/2013	Common Stock	16,666
Employee Stock Options	\$ 26.34					<u>(3)</u>	01/31/2015	Common Stock	22,500

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

Charles J. Kleman, Attorney
in Fact

12/27/2005

__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 1/3 each year beginning on 9/5/04
 - (2) Vests 1/3 each year beginning on 2/2/05
 - (3) Vests 1/3 each year beginning on 1/31/06

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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