GIBSON VERNA K

Form 4 June 25, 2010

FORM 4

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

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

100,000

Ι

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

CHICOS FAS INC [CHS]

Form 5 obligations may continue. See Instruction

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

Symbol

1(b).

Common

Stock

(Print or Type Responses)

GIBSON VERNA K

1. Name and Address of Reporting Person *

(T+) (E:+) (M:441-)			3.C 1.II.\	2 D (CE 1; (E);					(Check an applicable)					
(Last) (First) (Middle)			3. Date of Earliest Transaction											
11215 METRO PARKWAY			(Month/Day/Year) 06/24/2010					_X_ Director		_ 10% Owner				
								Officer (gi		Other (specify				
								below)	below)					
		(Street)		4. If Ame	ndment, D	ate Original			6. Individual or	6. Individual or Joint/Group Filing(Check				
`			Filed(Month/Day/Year)					Applicable Line)						
				`	•				_X_ Form filed by One Reporting Person					
	FT. MYERS	S EI 33066							Form filed by More than One Reporting					
	I'I. WII LIX	3, I'L 33700							Person					
	(City)	(State)	(Zip)	Tobl	o I Non I	Damirrativa (C	tion An	animal Diamagad	of or Donofio	faller Oremad			
	•			1 abi	e 1 - Non-i	Jerivauve s	securi	illes Ac	quired, Disposed	oi, or belieffe	iany Owned			
	1.Title of	2. Transaction Date	e 2A. Deer	ned	3.	4. Securit	ies Ac	quired	5. Amount of	6.	7. Nature of			
	Security	(Month/Day/Year)	Execution	n Date, if	if Transaction(A) or Disposed of			Securities	Ownership	Indirect				
	(Instr. 3)		any	Code (D)					Beneficially	Form: Direct	Beneficial			
			(Month/I	Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5	5)	Owned	(D) or	Ownership (Instr. 4)			
									Following	Indirect (I)				
			(A)			Reported	(Instr. 4)							
							or		Transaction(s)					
					Code V	Amount	(D)	Price	(Instr. 3 and 4)					
	Common				Code v	10,074	(D)	1 1100						
		06/24/2010			A		A	\$ 0	286,988	D				
	Stock					(2)								
	Common													
									135,069	I	by Husband			
	Stock													
	Common													
	Stock								125,000	I	by Trust			
	Stock													
											by			
	Common								125,000	I	Husband's			
	Stock								123,000	1				
											Trust			
	_													

by IRA

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Common Stock	7,970 (1)	I	by Trust for Grandchild
Common Stock	6,000 (1)	I	by Trust for Grandchild
Common Stock	6,000 (1)	I	by Trust for Grandchild
Common Stock	4,000 (1)	I	by UTMA

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8	1	vative arities uired or oosed O) r. 3,	6. Date Exerc Expiration Da (Month/Day/	ate	7. Tit Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)
				Code	V (A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GIBSON VERNA K 11215 METRO PARKWAY FT. MYERS, FL 33966	X							

Signatures

Gregory S. Golovko, Attorney
in Fact

**Signature of Reporting Person

Date

Reporting Owners 2

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).
- The reporting person's spouse is the trustee/custodian of the trusts/account that holds these shares and the reporting person disclaims beneficial ownership of the shares held in such trusts/account. This report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- (2) Vests 100% on 6/24/2011.

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.