## Edgar Filing: CHICOS FAS INC - Form 4

CHICOS FA	S INC											
Form 4												
February 25,												
Was Check this box if no longer subject to Section 16. Form 4 or				RITIES AND EXCHANGE COMMISSION shington, D.C. 20549 NGES IN BENEFICIAL OWNERSHIP OF SECURITIES					OMB AF OMB Number:	2235-028		
									Expires: January 31, 2005 Estimated average burden hours per response 0.5			
obligation may cont <i>See</i> Instru 1(b).	ns Section	7(a) of the		tility Ho	ldiı	ng Con	npany	Act of	1935 or Section	1		
(Print or Type F	Responses)											
KLEEBERGER KENT A Symbol				r Name <b>and</b> Ticker or Trading S FAS INC [CHS]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				of Earliest Transaction /Day/Year) /2014					Director 10% Owner X Officer (give title Other (specify below) below) EVP- COO			
			mendment, Date Original Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
FT. MYERS	S, FL 33966								Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-	Der	rivative	Securi	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transact Code (Instr. 8)	4 tion( (	1. Securi	ties Ac sposed	cquired d of (D) 5) Price	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 Beneficial	
Common Stock	02/23/2014			F <u>(1)</u>	7	7,953	D	\$ 17.11	240,860	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)

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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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
KLEEBERGER KENT A 11215 METRO PARKWAY FT. MYERS, FL 33966			EVP- COO				
Signatures							
David M. Oliver, Attorney in Fact		02/25/2014					
<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) Transaction involving a disposition to the Company of equity securities to satisfy tax withholding obligations in connection with the vesting of restricted stock.

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.