

CHICOS FAS INC  
Form 8-K  
November 20, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report: (Date of earliest event reported): November 20, 2012

**Chico s FAS, Inc.**

(Exact Name of Registrant as Specified in its Charter)

Florida

(State or Other Jurisdiction of Incorporation)

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**001-16435**  
(Commission

**59-2389435**  
(IRS Employer

File Number)

Identification No.)

**11215 Metro Parkway, Fort Myers, Florida**  
(Address of Principal Executive Offices)

**33966**  
(Zip code)

**(239) 277-6200**

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

On November 20, 2012, the Company issued a press release announcing its third quarter and year-to-date earnings for the period ended October 27, 2012. A copy of the release issued on November 20, 2012 is attached to this Report as Exhibit 99.1 and is incorporated by reference herein.

**Item 8.01. Other Events**

On November 20, 2012, the Company announced that its Board of Directors declared a quarterly cash dividend of \$0.0525 per share. A copy of the release issued on November 20, 2012 is attached to this Report as Exhibit 99.2 and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits:

Exhibit 99.1 Press Release of Chico s FAS, Inc. dated November 20, 2012

Exhibit 99.2 Press Release of Chico s FAS, Inc. dated November 20, 2012

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHICO S FAS, INC.

Date: November 20, 2012

By: /s/ Pamela K Knous

Pamela K Knous, Executive Vice President    Chief Financial  
Officer

INDEX TO EXHIBITS

Exhibit Number	Description
Exhibit 99.1	Press Release of Chico s FAS, Inc. dated November 20, 2012
Exhibit 99.2	Press Release of Chico s FAS, Inc. dated November 20, 2012