

CHICOS FAS INC  
Form 8-K  
April 13, 2007

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**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): **April 11, 2007**

**Chico s FAS, Inc.**

(Exact Name of Registrant as Specified in its Charter)

Florida

(State or Other Jurisdiction of Incorporation)

0-21258

59-2389435

(Commission File Number)

(IRS Employer Identification No.)

11215 Metro Parkway, Fort Myers, Florida

33966

(Address of Principal Executive Offices)

(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))
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**Item 1.01. Entry into a Material Definitive Agreement**

On April 11, 2007, the Compensation and Benefits Committee of the Board of Directors of Chico's FAS, Inc. (the Company) amended its 2005 Cash Bonus Plan in order to extend its application to the Company's 2007 fiscal year.

The amendment is attached hereto as Exhibit 10.1.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits:

Exhibit 10.1 Second Amendment to the Chico's FAS, Inc. 2005 Cash Bonus Incentive Plan, executed on April 11, 2007

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**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: April 13, 2007

By: /s/ Michael J. Kincaid  
Michael J. Kincaid, Senior Vice  
President Finance and Chief Accounting  
Officer and Assistant Secretary

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Exhibit Number	Description
Exhibit 10.1	Second Amendment to the Chico s FAS, Inc. 2005 Cash Bonus Incentive Plan, executed on April 11, 2007