

CHICOS FAS INC  
Form 8-K  
February 22, 2017

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): February 22, 2017

Chico's FAS, Inc.  
(Exact Name of Registrant as Specified in its Charter)

Florida  
(State or Other Jurisdiction of Incorporation)

001-16435 59-2389435  
(Commission (IRS Employer  
File Number) 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))

Item 2.02. Results of Operations and Financial Condition

On February 22, 2017, Chico's FAS, Inc. (the "Company") issued a press release announcing its fourth quarter and year end earnings for the period ended January 28, 2017. A copy of the release issued on February 22, 2017 is attached to this Report as Exhibit 99.1 and is incorporated by reference herein.

Item 8.01 Other Events.

On February 22, 2017, the Company issued a press release announcing its Board of Directors declared a quarterly cash dividend of \$0.0825 per share. A copy of the release issued on February 22, 2017 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 Earnings Press Release of Chico's FAS, Inc. dated February 22, 2017

Exhibit 99.2 Dividend Press Release of Chico's FAS, Inc. dated February 22, 2017

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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: February 22, 2017

By:

/s/ Todd E. Vogensen

Todd E. Vogensen, Executive Vice President, Chief Financial Officer

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INDEX TO EXHIBITS

| Exhibit<br>Number | Description                                                         |
|-------------------|---------------------------------------------------------------------|
| Exhibit 99.1      | Earnings Press Release of Chico's FAS, Inc. dated February 22, 2017 |
| Exhibit 99.2      | Dividend Press Release of Chico's FAS, Inc. dated February 22, 2017 |