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GOTTSCHALKS INC

Form 3

September 18, 2006

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Warzenski Daniel

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

09/11/2006

4. Relationship of Reporting Person(s) to Issuer

GOTTSCHALKS INC [got]

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O GOTTSCHALKS INC... 7 RIVER PARK PLACE EAST

(Street)

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

VP, Finance & CAO Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

FRESNO, CAÂ 93720

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Derivative Security Direct (D) or Indirect

(I)

(Instr. 5)

Option to Purchase Stock (1) (2) Â 2,500 \$ 8.6 D Common Stock Option

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer

Other

Warzenski Daniel

C/O GOTTSCHALKS INC. Â Â VP, Finance & CAO Â 7 RIVER PARK PLACE EAST FRESNO, CAÂ 93720

Signatures

/s/ Daniel 09/18/2006 Warzenski

**Signature of Date Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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).
- Options were granted on 6/11/06, and become vested and exercisable in increments of 25% on each of the first, second, third and fourth **(1)** anniversaries of the option date, and are exercisable over the next ten years from date of issue.
- (2) Options will expire 6/11/16, 10 years from the date of issue.

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.

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