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 23, 2010

Gottschalks Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State of Other Jurisdiction of Incorporation)

<u>1-09100</u>

77-0159791

(Commission File Number)

 $(I.R.S.\ Employer\ Identification\ Number)$

7 River Park Place East Fresno, California 93720

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| (Address of principal executive offices including zip code) | |
|---|------------|
| <u>(559) 434-4800</u> | |
| (Registrant's telephone number, including area code) | |
| Not Applicable | |
| (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 obl | igation of |

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

the registrant under any of the following provisions:

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

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- Item Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;
- 5.02. Compensatory Arrangements of Certain Officers.
- (b) On February 23, 2010, Fred Ruiz resigned as a member of the Board of Directors of Gottschalks Inc. (the "Company"), effective immediately. The resignation of Mr. Ruiz is not the result of a disagreement with the Company on any matter relating to the Company's operations, policies or practices.

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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 thereunto duly authorized.

Gottschalks Inc. (Registrant)

February 25, 2010 By: <u>/s/ J. Gregory Ambro</u>

Name: J. Gregory Ambro

Title: Executive Vice President and Chief Operating Officer