

Edgar Filing: CACHE INC - Form SC 13G/A

CACHE INC  
Form SC 13G/A  
November 10, 2005

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No.1)

Cache Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

127150308

-----  
(CUSIP Number)

October 31, 2005

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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-----

-----  
1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

Manulife Financial Corporation

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

N/A

(b)

-----  
3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

-----  
5 SOLE VOTING POWER

-0-

Number of  
Shares  
Beneficially

-----  
6 SHARED VOTING POWER

-0-

Owned by  
Each

-----  
7 SOLE DISPOSITIVE POWER

-0-

Reporting  
Person  
With

-----  
8 SHARED DISPOSITIVE POWER

-0-

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None, except through its indirect, wholly-owned subsidiaries, MFC  
Global Investment Management (U.S.A.) Limited, Independence  
Investments, LLC and John Hancock Advisers, LLC.

-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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See line 9, above

12 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).  
MFC Global Investment Management (U.S.A.) Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
N/A (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Canada

5 SOLE VOTING POWER

-0-

Number of Shares Beneficially Owned by Each Reporting Person With

6 SHARED VOTING POWER

3,129

7 SOLE DISPOSITIVE POWER

-0-

8 SHARED DISPOSITIVE POWER

3,129

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,129

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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.019%

12 TYPE OF REPORTING PERSON\*  
IA

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

Independence Investments, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

198,900

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

6 SHARED VOTING POWER

-0-

7 SOLE DISPOSITIVE POWER

198,900

8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

198,900

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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1.26%

12 TYPE OF REPORTING PERSON\*

IA

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

John Hancock Advisers, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

138,500

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

6 SHARED VOTING POWER

-0-

7 SOLE DISPOSITIVE POWER

138,500

8 SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

138,500

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
.87%

12 TYPE OF REPORTING PERSON\*  
IA

\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

Item 1(a) Name of Issuer:  
-----  
Cache Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:  
-----  
1440 Broadway  
New York, NY 10018

Item 2(a) Name of Person Filing:  
-----  
This filing is made on behalf of Manulife Financial Corporation ("MFC"), and MFC's indirect, wholly-owned subsidiaries, MFC Global Investment Management (U.S.A.) Limited ("MFC Global"), Independence Investments, LLC ("IIA") and John Hancock Advisers, LLC ("JHA").

Item 2(b) Address of the Principal Offices:  
-----  
The principal business offices of MFC and MFC Global are located at 200 Bloor Street, East, Toronto, Ontario, Canada, M4W 1E5; IIA is located at 53 State Street, Boston, MA 02109 and JHA is located at 601 Congress Street, Boston, Massachusetts 02210.

Item 2(c) Citizenship:  
-----  
MFC and MFC Global are organized and exist under the laws of Canada. IIA and JHA were organized and exist under the laws of the State of Delaware.

Item 2(d) Title of Class of Securities:  
-----  
Common Stock

Item 2(e) CUSIP Number:  
-----  
127150308

Item 3 If the Statement is being filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

MFC: (g) (X) Parent Holding Company, in accordance with ss.240.13d-1(b)(ii)(G).

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MFC Global: (e) (X) Investment Adviser registered under ss.203 of the Investment Advisers Act of 1940.

IIA: (e) (X) Investment Adviser registered under ss.203 of the Investment Advisers Act of 1940.

JHA: (e) (X) Investment Adviser registered under ss.203 of the Investment Advisers Act of 1940.

Item 4

Ownership:  
-----

(a) Amount Beneficially Owned: MFC Global has indirect beneficial ownership of 3,129 shares of Common Stock, IIA has indirect beneficial ownership of 198,900 shares of Common Stock and JHA has indirect beneficial ownership of 138,500 shares of Common Stock. Through its parent-subsidiary relationship to MFC Global, IIA and JHA, MFC may be deemed to have indirect, beneficial ownership all of the shares held by these entities.

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(b) Percent of Class:  
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Of the 15,742,553 shares outstanding as of August 10, 2005 according to the issuer's quarterly report on Form 10-Q for the period ended July 2, 2005, MFC Global held .019%, IIA held 1.26% and JHA held .87%.

(c) Number of shares as to which the person has:  
-----

(i) sole power to vote or to direct the vote:

IIA and JHA each has sole power to vote or to direct the vote of the shares of the Common Stock beneficially owned by each of them. JHA has sole power to vote or to direct the vote of the shares of Common Stock deemed beneficially owned by it pursuant to an advisory agreement.

(ii) shared power to vote or to direct the vote:

MFC Global has shared power to vote or to direct the voting of the shares it beneficially owns.

(iii) sole power to dispose or to direct the disposition of:

IIA and JHA each has sole power to dispose or to direct the disposition of the shares of Common Stock beneficially owned by each

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of them. JHA has sole power to dispose or to direct the disposition of the shares of Common Stock deemed beneficially owned by it pursuant to an advisory agreement.

- (iv) shared power to dispose or to direct the disposition of:

MFC Global has shared power to dispose or to direct the disposition of the shares it beneficially owns.

Item 5 Ownership of Five Percent or Less of a Class:  
-----

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [x]

Item 6 Ownership of More than Five Percent on Behalf of Another Person:  
-----

Not Applicable

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:  
-----

See Items 3 and 4 above.

Item 8 Identification and Classification of Members of the Group:  
-----

Not applicable.

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Item 9 Notice of Dissolution of a Group:  
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Not applicable.

Item 10 Certification:  
-----

By signing below the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE



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After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Manulife Financial Corporation

By: /s/ Christer V. Ahlvik  
-----

Name: Christer V. Ahlvik  
Title: Vice President and  
Corporate Secretary

Dated: November 10, 2005

MFC Global Investment Management (U.S.A.) Limited

By: /s/ Gordon Pansegrau  
-----

Name: Gordon Pansegrau  
Title: General Counsel, Secretary and  
Chief Compliance Officer

Dated: November 10, 2005

Independence Investments, LLC

By: /s/ Patti Thompson  
-----

Name: Patti Thompson  
Title: Chief Compliance Officer

Dated: November 10, 2005

John Hancock Advisers, LLC

By: /s/ Brian Langenfeld  
-----

Name: Brian Langenfeld  
Title: Assistant Vice President and  
Assistant Secretary

Dated: November 10, 2005

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EXHIBIT A

JOINT FILING AGREEMENT

Manulife Financial Corporation, MFC Global Investment Management (U.S.A.) Limited, Independence Investments, LLC, and John Hancock Advisers, LLC agree that the Terminated Schedule 13G (Amendment No. 1) to which this Agreement is attached, relating to the Common Stock of Cache Inc. is filed on behalf of each of them.

Manulife Financial Corporation

By: /s/ Christer V. Ahlvik  
-----

Name: Christer V. Ahlvik  
Title: Vice President and  
Corporate Secretary

Dated: November 10, 2005

MFC Global Investment Management (U.S.A.) Limited

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By: /s/ Gordon Pansegrau  
-----  
Name: Gordon Pansegrau  
Title: General Counsel, Secretary and  
Chief Compliance Officer

Dated: November 10, 2005

Independence Investments, LLC  
By: /s/ Patti Thompson  
-----  
Name: Patti Thompson  
Title: Chief Compliance Officer

Dated: November 10, 2005

John Hancock Advisers, LLC  
By: /s/ Brian Langenfeld  
-----  
Name: Brian Langenfeld  
Title: Assistant Vice President and  
Assistant Secretary

Dated: November 10, 2005

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