Edgar Filing: CHARMING SHOPPES INC - Form 4

CHARMING Form 4 July 10, 2008	SHOPPES INC											
FORM	1								OMB AF	PROVAL		
	UNITEDS	Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no long	or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:	January 31, 2005		
subject to Section 16 Form 4 or	STATEM 6.								Estimated average burden hours per response 0.5			
Form 5 obligations may continue.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 30(h) of the Investment Company Act of 1940 1(b).Investment Company Act of 1940												
(Print or Type R	lesponses)											
1. Name and Address of Reporting Person <u>*</u> BERN DORRIT J			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
			CHARMING SHOPPES INC [CHRS]					(Check all applicable)				
(Last)		(First) (Middle) 3. Date of 1 (Month/Da			ansaction			X Director 10% Owner X Officer (give title Other (specify below) below)				
450 WINKS	07/08/2008					President & CEO						
	(Street)	(Street) 4. If Amend Filed(Month			-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
BENSALEM, PA 19020 Form filed by More than One Reporting Person												
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. D Execu any (Month/Day/Year)		Execution D	n Date, if Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock (1)	07/08/2008			А	195,676	А	\$0	1,839,169	D			
Common Stock	07/08/2008			F	73,964	D	\$ 4.7	1,765,205	D			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Unde Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BERN DORRIT J 450 WINKS LANE BENSALEM, PA 19020	Х		President & CEO				
Signatures							

DORRIT J.	07/08/2008			
BERN	07/08/2008			
**Signature of	Date			

Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(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). **

The acquired shares were acquired under the Company's 2004 Stock Award and Incentive Plan for no cash consideration other than services in a transaction exempt under Rule 16b-3(d). The acquired shares resulted from an anward of performance shares granted

(1) February 2, 2006 (99,522 performance shares at target) and an award granted February 8, 2007 (96,154 performance shares at target). The shares of common stock became beneficially owned at the transaction date, upon the Reporting Person's termination of employment by the Company not for cause.

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.