## Edgar Filing: CHARMING SHOPPES INC - Form 4

FORM 4 UNITED STATES SECURITES AND EXCLANCE COMMISSION Washington, D.C. 20549       OMB APPROVAL OMB * 2325-0287         Check this box if no longer socion 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITES       Expire:       2005         Social 16.       State Hender OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935, or Section 30(h) of the Investment Company Act of 1940       Securities Exchange Act of 1935, or Section 10(b).       Securities Exchange Act of 1935, or Section 10(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol CHARMING SHOPPES INC (CHRRS)       S. Relationship of Reporting Person(s) to Issuer         430 WINKS LANE       06/26/2008       3. Date of Earliest Transaction (Month/Day/Year)       -X_Director (Month/Day/Year)       -X_Director Officer (give tilt	CHARMINC Form 4 June 27, 2003	3 SHOPPES INC 8	,	,								
Check this box Washington, D. C. 20549 State Version 2005 State	FORM	ΙΔ									PPROVAL	
if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Expires:       2005         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       0.5         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol CHARMING SHOPPES INC [CHRS]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       -X_Director below)       -10% Owner (Check all applicable)         450 WINKS LANE       06/26/2008       6. Individual or Joint/Group Filing(Check Applicable Line) -X_Form filed by More than One Reporting Person       -10% Owner (City)       010 (State)         (City)       (State)       (Zap)       Table 1 - Non-Derivative Securities TransactionAcquired (A) or Security       5. Amount of (Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X_Form filed by More than One Reporting Person         (City)       (State)       (Zap)       Table 1 - Non-Derivative Securities Code       S. Amount of Code       6. Nomentrip TransactionAcquired (A) or Code       6. Nomentrip Transaction(s) (Instr. 4)       6. Ownership Form: Direct       7. Nature of Security         (Instr. 4)       Code V Amount (D)       For       Beneficiall Transaction(s) (Instr. 4)	Washington, D.C. 20549								ONID	3235-0287		
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section see Instruction 30(h) of the Investment Company Act of 1935 or Section see Instruction 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Symbol CHARMING SHOPPES INC [CHRS] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 06/26/2008 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 06/26/2008 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Amount of 6. Ownership 7. Nature of Ferson filed by More than One Reporting Person (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2. A. Deermed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Ferson filed by More than One Reporting Person (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3. 4. and 5) Owned (Instr. 4) (Instr. 4	Check this box if no longer									Expires:		
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         (b).       (Print or Type Responses)         1. Name and Address of Reporting Person 1(b).       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         450 WINKS LANE       06/26/2008       6. Individual or Joint/Group Filing(Check Applicable Line) -X_ Director the Address of or Beneficially Owned         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date, if any (Month/Day/Year)       3. 4. Securities TransactionAcquired (A) or Code       5. Amount of Disposed of (D) Disposed of (D) Beneficially       6. Undividual or Disposed of (D) Beneficially       7. Nature of Securities Disposed of (D) Beneficially       6. Noreship Diversible T. Aute of Securities Disposed of (D) Beneficially         (A)       Code       V Amount (D)       Price Transaction(s)       7. Nature of Securities Diversible T. Aute of Securities Div	subject to STATEMENT OF CHAN								NERSHIP OF		average Irs per	
obligations may continue. See Instruction       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         (b).       (Print or Type Responses)         1. Name and Address of Reporting Person <sup>+</sup> . HUDSON KATHERINE M       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         450 WINKS LANE       06/26/2008       6. Individual or Joint/Group Filing(Check Applicable Line)			sugnt to S	Section 16	S(a) of the	Securiti	es Es	zehand	The $A_{ct}$ of $103/$	response	0.5	
may comme.       30(h) of the Investment Company Act of 1940         See Instruction 1(b).       30(h) of the Investment Company Act of 1940         (Print or Type Responses)       1. Name and Address of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         450 WINKS LANE       06/26/2008		<sup>18</sup> Section $17($								n		
(Print or Type Responses)       1. Name and Address of Reporting Person.*       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       0. Jace of Earliest Transaction (Month/Day/Year)       Check all applicable.         450 WINKS LANE       3. Date of Earliest Transaction (Month/Day/Year)	<i>See</i> Instruction 30(h) of the Investment Company Act of 1940											
HUDSON KATHERINE M       Symbol CHARMING SHOPPES INC [CHRS]       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         450 WINKS LANE       06/26/2008												
HUDSON KATHERINE M       Symbol CHARMING SHOPPES INC [CHRS]       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         450 WINKS LANE       06/26/2008			_ *									
(Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      X_Director (Month/Day/Year)      X_Director (Month/Day/Year)      X_Director (Month/Day/Year)      Implement (Month/Day/Year)         450 WINKS LANE       06/26/2008      X_form filed by One Reporting Person Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X_form filed by One Reporting Person Form filed by More than One Reporting Person         BENSALEM, PA 19020       (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. Deemed any (Month/Day/Year)       3. (Instr. 4)       3. (Instr. 4)       4. Securities TransactionAcquired (A) or Code V Amount (D)       5. Amount of Security (Instr. 3)       6. Ownership Form: Direct (Instr. 4)       6. Ownership TransactionAcquired (A) or Code V Amount (D)       5. Amount of Securities (Instr. 3)       6. Ownership Following (Instr. 4)       7. Nature of More scurities (Instr. 4)			Person _		-				· · ·			
(Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)	Symbol											
450 WINKS LANE       (Month/Day/Year) 06/26/2008       Officer (give title									(Check all applicable)			
450 WINKS LANE       06/26/2008       below)       below)         450 WINKS LANE       06/26/2008       below)       below)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X_ Form filed by More than One Reporting Person 	(Last)	(First) (M	Aiddle)			ansaction						
Filed(Month/Day/Year)       Applicable Line)         X_ Form filed by One Reporting Person         (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)       2.A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities       5. Amount of Securities       6. Ownership 7. Nature of Securities (Date of Disposed of (D) (Instr. 8)       9. Owned (Instr. 4)       7. Nature of Indirect (I) Ownership Following (Instr. 4)       7. Nature of Indirect (I) Ownership (Instr. 4)         Common       06/26/2008       A       3.000       A       \$0       82.222       D	450 WINKS LANE			-								
A. Form filed by One Reporting Person	(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
(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. Deemed Execution Date, if any       3.       4. Securities       5. Amount of Code       6. Ownership       7. Nature of Form: Direct         (Instr. 3)       (Month/Day/Year)       Execution Date, if any       3.       4. Securities       5. Amount of Code       6. Ownership       7. Nature of Form: Direct         (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Following       Indirect (I)       Ownership         (A)       Or       Code       V       Amount       (D)       Price       (Instr. 4)       (Instr. 4)         (A)       Or       Code       V       Amount       (D)       Price       Price         Common       06/26/2008       A       3.000       \$       \$       \$       82.222       D					led(Month/Day/Year)				_X_Form filed by One Reporting Person Form filed by More than One Reporting			
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any       3.       4. Securities TransactionAcquired (A) or Code       5. Amount of Securities       6. Ownership Form: Direct       7. Nature of Indirect         (Instr. 3)       (Month/Day/Year)       Execution Date, if any       3.       4. Securities       5. Amount of Securities       6. Ownership       7. Nature of Form: Direct         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Indirect (I)       Ownership (Instr. 4)         (A)       or       (A)       or       Reported       Transaction(s)       (Instr. 4)         (A)       Ode V       Amount       (D)       Price       (Instr. 3 and 4)       D			(7.)						Person			
Security (Instr. 3)       (Month/Day/Year)       Execution Date, if any       TransactionAcquired (A) or Code       Securities       Form: Direct       Indirect         (Instr. 3)       any       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Beneficially       (D) or       Beneficial         (Month/Day/Year)       (Instr. 8)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       Indirect (I)       Ownership         (A)       or       (A)       or       Reported       Transaction(s)       (Instr. 4)         Code       V       Amount       (D)       Price       Price       D	(City)	(State)	(Zıp)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
$\begin{array}{cccc}  & (A) & Transaction(s) \\  & or & (Instr. 3 and 4) \\ \hline  & Common & 06/26/2008 & A & 3.000 & & \$0 & 82.222 & D \\ \end{array}$	Security (Month/Day/Year) Execution Date, if (Instr. 3) any		on Date, if	f TransactionAcquired (A) or Code Disposed of (D)			SecuritiesFBeneficially(i)OwnedInFollowing(i)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership			
Common $06/26/2008$ A $3000$ A $3000$ A $90$ 82 222 D					Code V	Amount	or	Price	Transaction(s)			
		06/26/2008						\$0	82,222	D		

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

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 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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	06/26/2008		А	26,412	(2)	(2)	Common Stock	26,412	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
HUDSON KATHERINE M 450 WINKS LANE BENSALEM, PA 19020	Х						
Signatures							
HUDSON, KATHERINE M.	06/26	/2008					

\*\*Signature of Reporting Person

Date

## **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).

Restricted Share Units ("RSU") automatically granted under the Company's 2003 Non-Employee Directors Compensation Plan, as amended, for no consideration other than services, in a transaction exempt under Rule 16b-3(d), which will vest and become

(1) non-forfeitable at June 1, 2009 or earlier in the event of death, disability, a change in control, or termination of service as a director in certain other circumstances. RSUs will be settled upon vesting, except that the Reporting Person may elect to defer settlement, in which case deferred RSUs will be settled solely by delivery of shares in a lump sum or in installments at or following the Reporting Person's termination of service as a director in accordance with such deferral election.

Restricted Stock Units settleable in cash ("CRSUs"), automatically granted under the Company's 2003 Non-Employee Directors Compensation Plan, as amended, for no consideration other than services, in a transaction exempt under Rule 16b-3(d), which will vest and become non-forfeitable at the same time and on the same basis as share-settled RSUs (See footnote 1 above). CRSUs settled upon

(2) and become non-formatic at the same time and on the same basis as share-settled RSOs (see footbole 1 above). ERSOs settled upon vesting will be settled in cash. The Reporting Person may elect to defer settlement, in which case deferred CRSUs will be settled solely by delivery of shares in a lump sum or installments following the Reporting Person's termination of service as a director in accordance with such deferral election.

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.