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| 4 | | | | | |
|--|---|---|---|---|---|
| ry 03, 2003 UNITED STATES SECURITIES A Washington, D.C. 20549 | ND EXCHANGE COMMIS | SION | | | |
| FORM 4 STATEMENT OF CHANGES IN BE | NEFICIAL OWNERSHIP | | | | |
| Check this box if no l Form 4 or Form 5 oblig Name and Address of Rep STERN, COLIN D. 450 WINKS LANE | ations may continu | | | | |
| BENSALEM, PA 19020 2. Issuer Name and Ticker CHARMING SHOPPES, INC. 3. I.R.S. Identification N | (CHRS) | Person, if | an entity | (Voluntary) |) |
| Statement for Month/Day 1/31/03 If Amendment, Date of O Relationship of Reporti Director | riginal (Month/Day ng Person(s) to Is [] 10% Ow | suer (Check ner | | able) | |
| | | | | | |
| and Secretary 7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More | eporting Person | | ne) | | |
| <pre>7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S</pre> | eporting Person than One Reporting | Person , Disposed o | f, or Bene | | |
| <pre>7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S</pre> | eporting Person than One Reporting ecurities Acquired | Person , Disposed o 2)Trans- action Date (Month/ | f, or Bene 3.Trans- action Code | 4.Securit: or Dispose | ies Acquired(A) ed of (D) A or |
| <pre>7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S</pre> | eporting Person than One Reporting ecurities Acquired | Person , Disposed o 2)Trans- action Date | f, or Bene 3.Trans- action | 4.Securit: | ies Acquired(A) ed of (D) A |
| <pre>7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S</pre> | eporting Person than One Reporting ecurities Acquired | Person , Disposed o 2)Trans- action Date (Month/ | f, or Bene 3.Trans- action Code | 4.Securit: or Dispose | ies Acquired(A) ed of (D) A or |
| 7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S 1)Title of Security | eporting Person than One Reporting ecurities Acquired | Person , Disposed o 2) Trans- action Date (Month/ Day/Year) 01/31/03 | f, or Bene 3.Trans- action Code Code V F | 4.Securit: or Dispose Amount 449 | ies Acquired(A) ed of (D) A or D Price D \$3.36000 |
| <pre>7. Individual or Joint/Gro [X] Form filed by One R [] Form filed by More Table I Non-Derivative S</pre> | eporting Person than One Reporting ecurities Acquired | Person , Disposed o 2) Trans- action Date (Month/ Day/Year) 01/31/03 | f, or Bene 3.Trans- action Code Code V F sed of, or | 4.Securit: or Dispose Amount 449 Beneficial ans- 5)Nur on Secur | ies Acquired(A) ed of (D) A or D Price D \$3.36000 |

 Table II (PART 2)
 Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1

 1)Title of Derivative
 3)Trans 7)Title and Amount
 8)Price

 Security
 action
 of Underlying
 of Deri

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| | Date | Securities | | | vative |
|---|------|------------|--------|----|----------|
| | | | Amount | or | Security |
| | | | Number | of | |
| - | | Title | Shares | | |
| | | | | | |