#### **CHARMING SHOPPES INC**

Form 4

February 08, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

BERN DOF	RRIT J		Symbol CHARN [CHRS]		OPPES IN	IC		Issuer (Chec	k all applicable	)	
(Last) 450 WINKS	, ,	(Middle)	3. Date of (Month/D) 02/07/20					X Director 10% OwnerX Officer (give title Other (specify below) President & CEO			
BENSALEI	(Street) M, PA 19020			ndment, Dat hth/Day/Year)	Ü			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N Person	•	rson	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Se	curiti	es Acqı	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		med n Date, if Day/Year)	3. Transactio Code (Instr. 8)	Pransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Instr. 8)			Beneficially (D) or Beneficially Owned Indirect (I) Own Following (Instr. 4) (Instr. 4)			
Common Stock (1)	02/07/2005			Code V	Amount 150,966	(A) or (D)	Price \$ 0 (1)	Transaction(s) (Instr. 3 and 4) 888,966	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

#### Edgar Filing: CHARMING SHOPPES INC - Form 4

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

# **Reporting Owners**

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

# **Signatures**

BERN,
DORRIT J.

\*\*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).
- (1) Employee restricted stock award granted under Charming Shoppes, Inc. 2004 Stock Award and Incentive Plan, for no consideration other than services, in a transaction exempt under Rule 16b-3.

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.

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