Edgar Filing: Price Paula A - Form 4

Price Paula A											
Form 4											
June 17, 2011											
FORM	FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION						r	OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check this			vv a5	inington,	D.C. 203	'				January 31,	
if no long	F CHAN	CHANGES IN BENEFICIAL OW				NERSHIP OF	Expires:	2005			
	subject to Statement of charters in Beneficial ownershift Section 16. SECURITIES							Estimated average burden hours per			
	Form 4 or						response	•			
Form 5 obligation	· · · · · · · · · · · · · · · · · · ·						-	e Act of 1934,			
may conti				•	.			f 1935 or Sectio	n		
See Instru 1(b).		30(h)	of the Inv	vestment	Company	v Act	of 194	40			
(Print or Type R	esponses)										
			2. Issuer Name and Ticker or Trading Symbol				g	5. Relationship of Reporting Person(s) to Issuer			
			CHARMING SHOPPES INC [CHRS]					(Check all applicable)			
(Last)	(First) ((Middle)	3. Date of	Earliest Tra	ansaction			_X_ Director	10%	Owner	
			(Month/Day/Year)					Officer (give title Other (specify below) below)			
450 WINKS	LANE		06/16/20	011					,		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
BENSALEN	I, PA 19020							Person		porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		on Date, if Transaction(A) o Code (D)					Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock (1)	06/16/2011			А	35,156	А	\$ 0 (1)	46,902	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)

Edgar Filing: Price Paula A - Form 4

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. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu 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 / Addre	ess	Relationships						
	Director	10% Owner	Officer	Other				
Price Paula A								
450 WINKS LANE	Х							
BENSALEM, PA 19020								
Signatures								
Paula A. Price	06/16/2011							
<u>**</u> 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).

Restricted Share Units ("RSU") automatically granted under the Company's 2003 Non-Employee Directors Compensation Plan (a Subplan under the 2010 Stock Award and Incentive Plan), for no consideration other than services, in a transaction exempt under Rule 16b-3(d), which will vest and become non-forfeitable at June 1, 2012 or earlier in the event of death, disability, a change in control, or

(1) Tobos(d), when win vest and become non-tonenable at sine 1, 2012 of carrier in the event of death, disability, a change in control, of termination of service as a director in certain other circumstances. RSUs will be settled solely by delivery of shares either upon vesting or, if the Reporting Person has elected to defer such settlement, 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.

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.