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SPECTER ERIC M

Form 4

May 06, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.
- Name and Address of Reporting Person(s) SPECTER, ERIC M. 450 WINKS LANE

BENSALEM, PA 19020

- Issuer Name and Ticker or Trading Symbol CHARMING SHOPPES, INC. (CHRS)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
- 4. Statement for Month/Year 04/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [] Director [] 10% Owner
 - [X] Officer (give title below) [] Other (specify below)
 - EVP Chief Financial Officer
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - [X] Form filed by One Reporting Person
 - [] Form filed by More than One Reporting Person

Table I	Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially Own	ed
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1) Title of Security	2)Trans- action Date (Month/	3.Tran action Code		- 4.Securities Acquired(A) or Disposed of (D) A or			
	Day/Year)	Code V	Amount	D	Price		
Common Stock Common Stock Common Stock (1) Common Stock	01/31/02 02/08/02 02/11/02 02/22/02	F V F V A V F V	687 9 , 000	D D A D	\$5.89000 \$6.19000 \$0.00000 (1) \$6.59000		

Table II	(PART 1)	Derivative	Securities	Acquired.	Disposed of.	, or Beneficiall	v Owned	(Columns 1
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1)Title of Derivative Security	2)Conversion or Exercise	3)Trans- action	4)Trans- action	5) Number of Derivative Securities Acquired (A	
-	Price of	Date	Code	or Disposed of (D)	
	Derivative			-	
	Security		Code V	A D	

Non-Qualified Stock Option \$6.00000 02/11/02 A V 150,000

(right to buy) (2)

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Table II (PART 2) Derivative	Securities	Acquired,	Disposed of,	or Benef	icially	Owned	(Columns 1
1)Title of Derivative Security	3)Trans- action Date	7)Title and Amount of Underlying Securities			Amount or		8)Price of Deri- vative Security
-		Title			Number of Shares	of 	
Non-Qualified Stock Option (right to buy) (2)	02/11/02	Common Sto	ck		150,000		

SIGNATURE OF REPORTING PERSON /S/ SPECTER, ERIC M.
DATE 05/01/02