MING SHOPPES INC				
06, 2002				
UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549	IISSION			
FORM 5 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP			
[] Check box if no longer subject to Sect Form 4 or Form 5 obligations may conti				
[] Form 3 Holdings Reported				
[] Form 4 Transactions Reported				
 Name and Address of Reporting Person(s) OLSHAN, KENNETH S. 450 WINKS LANE 				
BENSALEM, PA 19020 2. Issuer Name and Ticker or Trading Symbo CHARMING SHOPPES, INC. (CHRS) 3. I.R.S. Identification Number of Reporti		an entity	(Voluntary))
 Statement for Month/Year 02/02 				
 5. If Amendment, Date of Original (Month/Y 6. Relationship of Reporting Person(s) to [X] Director [] 10% [] Officer (give title below) [] Other 	Issuer (Check Owner		able)	
7. Individual or Joint/Group Filing (Check [X] Form filed by One Reporting Person [] Form filed by More than One Reporti		ne)		
Table I Non-Derivative Securities Acquir	red, Disposed o	of, or Bene	ficially O	wned
1)Title of Security	2)Trans- action Date (Month/	3.Trans- action Code	4.Securit: or Dispose	ies Acquired(ed of (D) A or

Table II (PART 1) Derivative	Securitites Acq	uired, Disposed	of, or Ber	eficially Owned	(Columns
1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative	3)Trans- action Date	4)Trans- action Code	5)Number of De: Securities Acqu or Disposed of	uired (A)
	Security		Code	A	D
Deferred Shares	(1)	03/31/01	A	964	
Deferred Shares	(1)	06/13/01	A	904	

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Deferred Shares	(1)	09/28/01	A	1,018
Deferred Shares	(1)	12/31/01	A	942

Table II (PART 2) Derivative	Securitite	es Acquired, Disposed of, or Be	neficially Own	ed (Columns
1)Title of Derivative Security	3)Trans- action Date	7)Title and Amount of Underlying Securities	Amount or Number of	8)Price of Deri- vative Security
-		Title	Shares	
Deferred Shares	03/31/01	Common Stock	964	
Deferred Shares	06/13/01	Common Stock	904	
Deferred Shares	09/28/01	Common Stock	1,018	
Deferred Shares	12/31/01	Common Stock	942	

SIGNATURE OF REPORTING PERSON /S/ OLSHAN, KENNETH S. DATE 02/07/02