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CHARMING SHOPPES INC

Form 4

August 09, 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.
- 1. Name and Address of Reporting Person(s) CASTLE II, JOSEPH L. 450 WINKS LANE

BENSALEM, PA 19020

- 2. 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 06/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [X] Director [] 10% Owner
 - [] Officer (give title below) [] Other (specify below)
- 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 O | wned |
|---------|----------------|------------|-----------|----------|-----|----|----------------|------|
|---------|----------------|------------|-----------|----------|-----|----|----------------|------|

| 1) Title of Security | 2)Trans- action | | 4.Securities Acquired(A) or Disposed of (D) | | | |
|----------------------|--------------------|--------|---|---------|--|--|
| | Date | Code | | A | | |
| | (Month/ | | | or | | |
| | Day/Year) | Code V | Amount | D Price | | |

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

| 1)Title of Derivative Security | 2)Conversion or Exercise Price of Derivative | 3)Trans- action Date | 4)Trans- action Code | | 5)Number of Derivative Securities Acquired (A) or Disposed of (D) | |
|---|---|----------------------------|----------------------------|---|---|--|
| | Security | | Code ¹ | V | A D | |
| | | | | | | |
| Non-Qualified Stock Option (right to buy) (1) | \$8.04000 | 06/27/02 | Α 7 | V | 6,500 | |
| Restricted Share Units | (3) | 06/27/02 | A V | V | 3,000 | |

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

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| Security - | action Date | of Underlying Securities Title | Amount or Number of Shares | of Deri- vative Security |
|---|----------------|--------------------------------------|----------------------------------|--------------------------------|
| Non-Qualified Stock Option (right to buy) (1) | | Common Stock | 6,500 | (1) |
| Restricted Share Units | 06/27/02 | Common Stock | 3 , 000 | (3) |

SIGNATURE OF REPORTING PERSON /S/ CASTLE II, JOSEPH L. DATE 08/02/02