

LEE JOHN  
Form 3  
June 30, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â LEE JOHN		(Month/Day/Year)	CHARMING SHOPPES INC [CHRS]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		06/25/2010		
450 WINKS LANE			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below) (specify below)	
			VP - Chief Accounting Officer	
BENSALEM,Â PAÂ 19020				
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	28,817	D	Â

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

				Shares		(I) (Instr. 5)	
Stock Appreciation Rights (right to buy) <sup>(1)</sup>	04/01/2011 <sup>(2)</sup>	03/31/2015	Common Stock	3,152	\$ 5	D	Â
Stock Appreciation Rights (right to buy) <sup>(1)</sup>	03/23/2011 <sup>(3)</sup>	03/22/2016	Common Stock	12,700	\$ 1.57	D	Â
Stock Appreciation Rights (right to buy) <sup>(1)</sup>	04/05/2011 <sup>(4)</sup>	04/04/2017	Common Stock	6,112	\$ 5.18	D	Â
Non-Qualified Stock Option (right to buy)	10/15/2004	10/15/2011	Common Stock	1,000	\$ 5.1	D	Â
Non-Qualified Stock Option (right to buy)	10/15/2005 <sup>(5)</sup>	10/15/2011	Common Stock	6,000	\$ 6.29	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE JOHN 450 WINKS LANE BENSALEM, PA 19020	Â	Â	Â VP - Chief Accounting Officer	Â

## Signatures

JOHN LEE                          06/25/2010  
\*\*Signature of Reporting Person                          Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Stock appreciation rights ("SAR") exercisable for stock, granted for no consideration other than services. The grant is exempt under Rule 16b-3(d).
- (2) The SAR will become exercisable as to one-third of the underlying shares on the date indicated and each of the following two anniversaries of the date indicated, subject to acceleration and early expiration in the event of certain terminations of employment.
- (3) The SAR will become exercisable as to 40% of the underlying shares on the date indicated and 30% on each of the following two anniversaries of the date indicated, subject to acceleration and early expiration in the event of certain terminations of employment or if the awards are not assumed in a change of control.
- (4) The SAR will become exercisable as to 25% of the underlying shares on the date indicated and each of the following three anniversaries of the date indicated, subject to acceleration and early expiration in the event of certain terminations of employment or if the awards are not assumed in a change of control.
- (5) Option became exercisable for 3,000 shares on the date indicated and 3,000 shares on the first anniversary of the date indicated.

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.