LEE JOHN
Form 3
June 30, 2010

FORM 3

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

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

OMB APPROVAL

OMB Number: 3235-0104
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Â LEE JOHN
(Last) (First) (Middle)

450 WINKS LANE
(Street)

BENSALEM,Â PAÂ 19020
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
06/25/2010

3. Issuer Name **and** Ticker or Trading Symbol
CHARMING SHOPPES INC [CHRS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP - Chief Accounting Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. 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 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)

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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) (1)	04/01/2011(2)	03/31/2015	Common Stock	3,152	$ 5	D	Â
Stock Appreciation Rights (right to buy) (1)	03/23/2011(3)	03/22/2016	Common Stock	12,700	$ 1.57	D	Â
Stock Appreciation Rights (right to buy) (1)	04/05/2011(4)	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(5)	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,Â PAÂ 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 dated 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 dated 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.
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