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WARZEL JEFFERY A

Form 4

February 03, 2003

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) WARZEL, JEFFERY A.
 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/Day/Year 1/31/03
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [] Director [] 10% Owner
 - [X] Officer (give title below) [X] Other (specify below)
 - Chief Administrative 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 O	wned
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1) Title of Security	2)Trans- action Date (Month/		- 4.Securities Acquired(A) or Disposed of (D) A or		
	•	Code V	Amount	D	_
Common Stock	01/31/03	F	224	D	\$3.36000

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 V	A D

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
Security	action	of Underlying	of Deri-
	Date	Securities	vative

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- Title Shares			Amount or Se Number of	ecurity
	-	Title	Shares	