

CHARMING SHOPPES INC

Form 8-K

January 23, 2009

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 22, 2009

CHARMING SHOPPES, INC.  
(Exact name of registrant as specified in its charter)

PENNSYLVANIA                      000-07258                      23-1721355  
(State or other jurisdiction of    (Commission File Number)            (IRS Employer Identification No.)  
incorporation)

450 WINKS LANE, BENSLEM, PA                      19020  
(Address of principal executive offices)                      (Zip Code)

Registrant's telephone number, including area code: (215) 245-9100

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 22, 2009 Pamela Davies notified Charming Shoppes, Inc. (the “Company”) that she had decided not to stand for re-election to the Company’s Board of Directors. Ms. Davies, who has been a member of the Company’s Board of Directors since 1998, cited personal reasons, and not any disagreement with the Company, as the basis for her decision. Ms. Davies’ term as a director will expire at the Company’s 2009 Annual Meeting of Shareholders, which the Company expects to hold during June 2009.



SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHARMING SHOPPES, INC.  
(Registrant)

Date: January 23, 2009

/S/ ERIC M. SPECTER  
Eric M. Specter  
Executive Vice President  
Chief Financial Officer



