<pre>* r02,2002 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) HUDSON, KATHERINE M. 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/Day/Year 9/30/02 5. If Amendment, Date of Original (Month/Day/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</pre>		G SHOPPES INC
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[] Form filed by More than One Reporting Person	[X] Form filed by One Reporting Person
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Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	Tabl	e I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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 3)Trans- or Exercise action Price of Date Derivative		4)Trans- action Code	5)Number of Derivative Securities Acquired (A) or Disposed of (D)
	Security		Code V	A D
Deferred Shares	(1)	03/28/02	A V	631
Deferred Shares	(1)	06/26/02	A V	631
Deferred Shares	(1)	09/30/02	A	1,741

Table II (PART 2) De	rivative Securities	Acquired,	Disposed of,	or Beneficially	Owned (Columns 2
1)Title of Derivative	 3)Trans-	7)Title a	nd Amount		8)Price

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Security	action Date	of Underlying Securities	Amount or Number of	of Deri- vative Security
-		Title	Shares	
Deferred Shares	03/28/02	Common Stock	631	
Deferred Shares	06/26/02	Common Stock	631	
Deferred Shares	09/30/02	Common Stock	1,741	

SIGNATURE OF REPORTING PERSON /S/ HUDSON, KATHERINE M. DATE 10/01/02