## Edgar Filing: CROVITZ CHARLES K - Form 4

CROVITZ C Form 4	HARLES K									
February 06, 2009       INITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								OMB APPROVAL OMB 3235-028 Number: January 31 Expires: 2009 Estimated average burden hours per response 0.3		
(Print or Type R	esponses)									
CROVITZ CHARLES K S			2. Issuer Name and Ticker or Trading Symbol CHILDRENS PLACE RETAIL STORES INC [PLCE]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O THE CI RETAIL ST SECAUCUS	HILDREN'S PLA ORES,, 915	iddle) 3. Date of (Month/	3. Date of Earliest Transaction (Month/Day/Year) 02/05/2009				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Interim CEO			
SECAUCUS	Amendment, Date Original (Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>					
(City)	(State) (	Zip) Tak	ole I - Non-D	erivative S	ecurit	ties Acc	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	.Title of 2. Transaction Date 2A. Deemed ecurity (Month/Day/Year) Execution Date, in		3. Transactio Code ) (Instr. 8)	Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities6. Ownership Form: Direct7.Beneficially Owned(D) orBe Indirect (I)		7. Nature of	
Common Stock, par value \$0.10 per share	02/05/2009 <u>(1)</u>		Code V	Amount 41,551	(D) A	Price \$ 0	69,535	D		
Common Stock, par value \$0.10 per share	02/05/2009 <u>(2)</u>		А	13,850	A	\$ 0	83,385	D		

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
					· · ·						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

(1)

<b>Reporting Owner Name / Address</b>		Relationships				
	Director	10% Owner	Officer	Other		
CROVITZ CHARLES K C/O THE CHILDREN'S PLACE RETAIL STORES, 915 SECAUCUS ROAD SECAUCUS, NJ 07094	Х		Interim CEO			
Signatures						
/s/ Lenwood Ross, as Attorney-In-Fact for Charles K. Crovitz	02/06/2009					
<b>**</b> Signature of Reporting Person		Date				

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).

Represents shares of common stock, par value \$0.10 per share ("Common Stock"), of The Children's Place Retail Stores, Inc. (the "Company") underlying a restricted stock award granted under the Company's Amended and Restated 2005 Equity Incentive Plan, as amended (the "Plan") on February 5, 2009, which award vests as to 1/36th of such shares on the last day of each calendar month,

commencing with February 2009, subject to the terms and conditions of a restricted stock award agreement and the Plan.

Represents shares of Common Stock underlying a restricted stock award granted under the Plan on February 5, 2009, which award vests (2) as to 7/36ths of such shares immediately on September 1, 2009 and as to 1/36th of such shares on the last day of each calendar month, commencing with September 2009, subject to the terms and conditions of a restricted stock award agreement and the Plan.

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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