

FLAKS RICHARD
Form 4
May 28, 2009

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLAKS RICHARD

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) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
SVP, Planning, Allocation & IT

C/O THE CHILDREN'S PLACE
RETAIL STORES, 915 SECAUCUS
ROAD

4. 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

SECAUCUS, NJ 07094

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.10 per share	05/26/2009		S		200 ⁽¹⁾	D	\$ 35.83
					13,987 ⁽²⁾	D	
Common Stock, par value \$0.10 per share	05/26/2009		S		400 ⁽¹⁾	D	\$ 35.84
					13,587 ⁽²⁾	D	
Common Stock, par	05/26/2009		S		400 ⁽¹⁾	D	\$ 35.85
					13,187 ⁽²⁾	D	

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value \$0.10 per share							
Common Stock, par value \$0.10 per share	05/26/2009	S	100 <u>(1)</u>	D	\$ 35.86	13,087 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	400 <u>(1)</u>	D	\$ 35.91	12,687 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	400 <u>(1)</u>	D	\$ 35.92	12,287 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	300 <u>(1)</u>	D	\$ 36.06	11,987 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	300 <u>(1)</u>	D	\$ 36.07	11,687 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	100 <u>(1)</u>	D	\$ 36.08	11,587 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	200 <u>(1)</u>	D	\$ 36.1	11,387 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	200 <u>(1)</u>	D	\$ 36.12	11,187 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	200 <u>(1)</u>	D	\$ 36.13	10,987 <u>(2)</u>	D
Common Stock, par value \$0.10 per share	05/26/2009	S	100 <u>(1)</u>	D	\$ 36.15	10,887 <u>(2)</u>	D

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

