FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	DVAL				
	OMB Number:	3235-0287				
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l	hours per response:	0.5				

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ELFERS JANE T</u>						2. Issuer Name and Ticker or Trading Symbol CHILDRENS PLACE RETAIL STORES INC PLCE										all app	olicable) otor		Owner
(Last) (First) (Middle) C/O THE CHILDRENS PLACE RETAIL STORES, INC. 500 PLAZA DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 03/20/2014									X Officer (give title below) Other (specify below) President and CEO				
(Street) SECAUCUS NJ 07094 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individual or Joint/Group Filing (Check Applicable ine) 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 Owned																			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution			3. Transaction Code (Instr. 8) 4. Securit Disposed 5)		ties Acquired (A) i Of (D) (Instr. 3, 4		(A) or 3, 4 an	4 and So		ount of ities icially d Following ted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						v	Amount		A) or D)	Price	,	Transaction(s) (Instr. 3 and 4)			(111041.4)				
Common Stock, par value \$0.10 per share 03/20/2									A		107,310) (1)	A \$0		0	439,804		D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution Date, irity or Exercise (Month/Day/Year) if any			n Date, ay/Year)	4. Transaction Code (Instr. 8)		5. Nu of Deriv Secul Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed	Expiration (Month/I	Date Expiration Expiration Date Month/Day/Year) Date Expiration Exercisable Date			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) Amoun or Numbe of Title Shares			ice of vative urity r. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

1. Represents shares of Common Stock, par value \$0.10 per share, of The Children's Place Retail Stores, Inc. (the "Company"), underlying a performance stock award granted under the Company's 2011 Equity Incentive Plan (the "Plan") on February 4, 2013, deliverable to Ms. Elfers following determination by the Compensation Committee of the Company's Board of Directors on March 20, 2014 of achievement of the applicable performance target, subject to the terms and conditions of the Plan.

/s/ James E. Myers, as Attorney-In-Fact for Jane 03/21/2014

Elfers

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.