SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

Schmitz Peter E.	. Date of Event Requiring Stater Month/Day/Yea	nent 🛛	3. Issuer Name and Ticker or Trading Symbol <u>CASUAL MALE RETAIL GROUP INC</u> [cmrg]					
(Last) (First) (Middle)	5/27/2008		4. Relationship of Reporting Perso (Check all applicable)		(Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) (City) (State) (Zip)			Director X Officer (give title below) SVP,Real Estate & St	10% Owne Other (spe- below) ore Devel	cify 6. Ind Appli	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ature of Indirect Beneficial Ownership r. 5)		
Common Stock			154.44 ⁽¹⁾	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Security		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Amount Deri or Sec Number		Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Option (right to buy)	10/22/2007 ⁽²⁾	10/22/2017	Common Stock	10,000	7.52	D		

Explanation of Responses:

1. Shares held in the Company's 401(k) Plan based on a plan statement dated as of May 23, 2008.

2. Vests one-third per year on each of the first three anniversaries of the date of grant.

Peter E. Schmitz

06/02/2008

** Signature of Reporting Person Date

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

 \ast If the form is filed by more than one reporting person, see Instruction 5 (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.

This Statement confirms that the undersigned, Peter E. Schmitz, has authorized and designated David A. Levin and Dennis R. Hernreich to execute and file on the undersigned's behalf all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the United States Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Casual Male Retail Group, Inc. The authority of David A. Levin and Dennis R. Hernreich under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to the undersigned's ownership of or transactions in the securities of Casual Male Retail Group, Inc., unless earlier revoked in writing. The undersigned acknowledges that David A. Levin and Dennis R. Hernreich are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: MAY 27, 2008

By: /s/ PETER E. SCHMITZ Name: PETER E. SCHMITZ

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