

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HOLTZMAN SEYMOUR</u>  (Last) (First) (Middle)  (Street)  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CASUAL MALE RETAIL GROUP INC [ CMRG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/12/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/12/2006		S		4,993	D	\$14	3,814,072	D	
Common Stock	12/12/2006		S		100	D	\$14.03	3,813,972	D	
Common Stock	12/12/2006		S		100	D	\$14.05	3,813,872	D	
Common Stock	12/12/2006		S		100	D	\$14.08	3,813,772	D	
Common Stock	12/12/2006		S		200	D	\$14.1	3,813,572	D	
Common Stock	12/13/2006		S		12,086	D	\$14	3,801,486	D	
Common Stock	12/13/2006		S		300	D	\$14.01	3,801,186	D	
Common Stock	12/13/2006		S		100	D	\$14.02	3,801,086	D	
Common Stock	12/14/2006		S		37,437	D	\$14	3,763,649	D	
Common Stock	12/14/2006		S		1,200	D	\$14.01	3,762,449	D	
Common Stock	12/14/2006		S		1,100	D	\$14.02	3,761,349	D	
Common Stock	12/14/2006		S		1,178	D	\$14.03	3,760,171	D	
Common Stock	12/14/2006		S		322	D	\$14.04	3,759,849	D	
Common Stock	12/14/2006		S		200	D	\$14.05	3,759,649	D	
Common Stock	12/14/2006		S		300	D	\$14.06	3,759,349	D	
Common Stock	12/14/2006		S		200	D	\$14.08	3,759,149	D	
Common Stock	12/14/2006		S		100	D	\$14.09	3,759,049	D	
Common Stock	12/14/2006		S		500	D	\$14.1	3,758,549	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

**Remarks:**

The shares were sold pursuant to a pre-arranged stock trading plan pursuant to Rule 10b5-1 under the Exchange Act, which plan was executed on April 17, 2006.

Richard Huffsmith, Attorney-in-Fact for Seymour Holtzman 12/14/2006

\*\* Signature of Reporting Person Date

\* 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.

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