#### CHRISTOPHER & BANKS CORP

Form 4 July 05, 2006

### FORM 4

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

**OMB APPROVAL OMB** 

Number:

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**SECURITIES** 

Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

Form 4 or

subject to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

06/30/2006

(Print or Type Responses)

1. Name and Address of Reporting Person * PENNINGTON JOSEPH E			2. Issuer Name and Ticker or Trading Symbol CHRISTOPHER & BANKS CORP			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 2400 XENI	(First)	(Middle)		of Earliest T Day/Year) 2006	ransaction	_X_ Director _X_ Officer (give below)			
PLYMOUT	(Street)  FH, MN 55441			endment, D nth/Day/Yea	ate Original	6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M	One Reporting Pe	erson	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	Person uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Execution any		3. Transactic Code (Instr. 8)	4. Securities Acquired (A poor Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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

Code V

S

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.

Transaction(s)

(Instr. 3 and 4)

264,436

(Instr. 4)

D

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

or

(D)

D

Price

28.792

Amount

20,000

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8. P Der Sec (Ins

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. Transactic Code (Instr. 8)	5. onNumber of Derivativ 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 Underlying Securities (Instr. 3 and 4)		8 1 3 (
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy) (1)	\$ 7.7778					07/27/2001	07/27/2010	Common Stock	74,538	
Stock Option (right to buy) (2)	\$ 21.4667					01/07/2003	01/07/2012	Common Stock	180,000	
Stock Option (right to buy) (3)	\$ 18.33					01/06/2005	01/06/2014	Common Stock	135,000	
Stock Option (right to buy) (4)	\$ 19.45					02/07/2007	02/07/2016	Common Stock	18,000	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PENNINGTON JOSEPH E 2400 XENIUM LANE N PLYMOUTH, MN 55441	X		Chief Executive Officer			

## **Signatures**

Barbara Spilane, Attorney-in-Fact 07/05/2006

\*\*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).

**(1)** 

Reporting Owners 2

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On July 27, 2000, the reporting person was granted an option to purchase 168,750 shares of common stock. The option vests equally in five annual installments beginning on July 27, 2001.

- On January 7, 2002, the reporting person was granted an option to purchse 180,000 shares of common stock. The option vests equally in four annual installments beginning on January 7, 2003.
- (3) On January 6, 2004, the reporting person was granted an option to purchase 135,000 shares of common stock. The option vests equally in three annual installments beginning on January 6, 2005.
- (4) On February 7, 2006, the reporting person was granted an option to purchase 18,000 shares of common stock. The option vests equally in two annual installments beginning on February 7, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.