

CHRISTOPHER & BANKS CORP  
Form 8-K  
August 01, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report: **July 27, 2011**  
(Date of earliest event reported)

**CHRISTOPHER & BANKS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

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**001-31390**  
(Commission file number)

**06-1195422**  
(IRS Employer Identification No.)

**2400 Xenium Lane North  
Plymouth, Minnesota 55441**  
(Address of principal executive offices, including zip code)

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**(763) 551-5000**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders**

(a) Christopher & Banks Corporation (the Company) held its 2011 Annual Meeting of Stockholders on July 27, 2011.

(b) The items voted on and the results of the voting at the meeting were as follows:

1. The stockholders elected each of the six director nominees for a one-year term as follows:

|                    | Shares For | Shares Withheld | Broker Non-Vote |
|--------------------|------------|-----------------|-----------------|
| Larry C. Barenbaum | 27,907,208 | 1,165,244       | 4,613,718       |
| Martin L. Bassett  | 23,531,297 | 5,541,155       | 4,613,718       |
| Morris Goldfarb    | 13,595,735 | 15,476,717      | 4,613,718       |
| Anne L. Jones      | 22,557,677 | 6,514,775       | 4,613,718       |
| Lisa W. Pickrum    | 28,848,744 | 223,708         | 4,613,718       |
| Paul L. Snyder     | 23,525,709 | 5,546,743       | 4,613,718       |

2. The stockholders ratified the selection of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending March 3, 2012:

| Shares For | Shares Against | Abstain |
|------------|----------------|---------|
| 33,523,327 | 132,392        | 30,451  |

3. The stockholders gave advisory approval of the compensation of the Company's named executive officers:

| Shares For | Shares Against | Abstain | Broker Non-Vote |
|------------|----------------|---------|-----------------|
| 22,429,976 | 6,492,676      | 149,800 | 4,613,718       |

4. The stockholders voted, on an advisory basis, regarding the frequency of future advisory votes on the compensation of the Company's named executive officers. A majority of the stockholders selected a frequency of one year, and the proposal received the following votes:

| 1 Year     | 2 Years | 3 Years   | Abstain | Broker Non-Vote |
|------------|---------|-----------|---------|-----------------|
| 26,228,833 | 23,734  | 2,695,347 | 124,538 | 4,613,718       |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHRISTOPHER & BANKS CORPORATION

By: */s/ Michael J. Lyftogt*  
Michael J. Lyftogt  
Senior Vice President, Chief Financial Officer

Date: August 1, 2011