CHRISTOPHER & BANKS CORP

Form 4 June 26, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

06/22/2006

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 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

(Print or Type Responses)

PENNINGTON JOSEPH E			Symbol CHRIS' [CBK]	STOPHER & BANKS CORI	Issuer (Check all applicable)		
	(Last) 2400 XENII	(First) (N		of Earliest Transaction Day/Year) 2006	X Director 10% OwnerX Officer (give title Other (specify below) Chief Executive Officer		
	PLYMOUT	(Street) H, MN 55441		endment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(City)	(State)	(Zip) Tab	ole 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)	(A) or			

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

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.

284,436

D

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

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D

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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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities	3
				Code V	(A) (D)	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

**Signature of Reporting Person Da

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.