CHRISTOPHER & BANKS CORP

Form 4

October 24, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31,

2005

0.5

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obligations may continue. See Instruction

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

1(b).

Common

Stock

10/20/2011

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROUSE JULIE** Issuer Symbol CHRISTOPHER & BANKS CORP (Check all applicable) [CBK] 3. Date of Earliest Transaction (Last) (First) (Middle) Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) below) 2400 XENIUM LANE NORTH 10/20/2011 SVP, General Merchandise Mgr. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting PLYMOUTH, MN 55441 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial Indirect (I) Ownership (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) (Instr. 4) Reported

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

 $F^{(3)}$

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Transaction(s)

(Instr. 3 and 4)

D

24,252 (4)

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

(A)

or

(D)

D

Price

Amount

763

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| 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|---|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 5.83 | | | | | 10/20/2011(1) | 10/20/2020 | Common Stock | 20,000 |
| Employee Stock Option (Right to Buy) | \$ 6.28 | | | | | 04/18/2012(2) | 04/18/2022 | Common Stock | 31,483 |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | |
|--------------------------------|--|---------------|--|
| | | | |

Director 10% Owner Officer Other

ROUSE JULIE 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

SVP, General Merchandise Mgr.

Signatures

Sandra L. Miller, Attorney-in-Fact

**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) On October 20, 2010, the reporting person was granted an option to exercise 20,000 shares of Common Stock. The option vests in three annual installments of 6,666 shares on October 20, 2011, 6,667 shares on October 20, 2012 and 6,667 shares on October 20, 2013.
- (2) On April 18, 2011, the reporting person was granted an option to exercise 31,483 shares of Common Stock. The option vests in three annual installments of 10,495 shares on April 18, 2012, 10,494 shares on April 18, 2013 and 10,494 shares on April 18, 2014.
- On October 20, 2011, shares of restricted stock vested for the reporting person. The reporting person used shares of that restricted stock to satisfy the payroll tax liability as a result of the vesting of the shares.

(4) This number includes restricted stock awards.

Reporting Owners 2

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