WALLER JOEL N Form 4

November 28, 2012

FORM 4

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

OMB Number: 3235-0287

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005

OMB APPROVAL

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

Check this box

SECURITIES

Estimated average burden hours per response... 0.5

Form 5 obligations may continue.

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

See Instruction 30(h) of the Investment Company Act of 19

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WALLER JOEL N			2. Issuer Name and Ticker or Trading Symbol CHRISTOPHER & BANKS CORP	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			[CBK]	(Check an applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Officer (give titleX Other (specify			
2400 XENIUM LANE NORTH			11/26/2012	below) below) Former President & CEO			
	(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			
PLYMOUTH,	, MN 55441			Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		· ID· I c D c· II O I			

(City)	(State) (Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Di	sposed	of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and 5	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	11/26/2012		F	26,178	D	\$ 3.43	175,000 (1) (2) (4)	D	

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

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SEC 1474

(9-02)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number of		6. Date Exercisable and		7. Title and Amount	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securitie	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
	Derivative				Disposed of (D)				
	Security			(Instr. 3, 4, and					
				5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour Numb Shares
Stock Option (Right to	\$ 2.5	11/26/2012		P	150,000	11/26/2012(3)	12/14/2021	Common Stock	150,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WALLER JOEL N 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

Former President & CEO

Signatures

Buy)

Sandra L. Miller, Attorney-in-Fact

11/28/2012

**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).
- On November 26, 2012, the reporting person's employment with the Company ended, other than for cause, and as a result the vesting of (1) 150,000 shares of restricted stock was accelerated. The reporting person paid cash to satisfy the payroll tax liability as a result of the vesting of the shares.
- On November 26, 2012, the reporting person's employment with the Company ended, other than for cause, and as a result 26,178 shares of performance-based restricted stock are forfeited.
- (3) On November 26, 2012, the reporting person's employment with the Company ended, other than for cause, and as a result the option to exercise 150,000 shares was accelerated and the option is fully vested.
- (4) This number includes the vested restricted stock award of 150,000 shares.

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.

Reporting Owners 2