GUETTER TOM Form 4

February 21, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

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Check this box

Form 5 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).

(Print or Type Responses)

1. Name and Address of Reporting Person * **GUETTER TOM**

2. Issuer Name and Ticker or Trading

Issuer

Symbol

CHRISTOPHER & BANKS CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CBK]

(Middle)

(Zip)

(Last) (First) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify below)

(Month/Day/Year) 02/07/2006

below) VP - Information Technology

6. Individual or Joint/Group Filing(Check

D

(Street)

(State)

2400 XENIUM LANE NORTH

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Filed(Month/Day/Year)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

PLYMOUTH, MN 55441

(City)

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4)

> Reported Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

(A)

Common 02/07/2006 A 1,450 Α Stock

\$0 44,651

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 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. Number on f 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) (1) (4)	\$ 7.7778					07/27/2001	07/27/2010	Common Stock	19
Employee Stock Option (right to buy) (2) (4)	\$ 21.4667					01/07/2003	01/07/2012	Common Stock	22,500
Employee Stock Option (right to buy) (3)	\$ 18.33					01/06/2005	01/06/2014	Common Stock	22,500
Employee Stock Option (right to buy) (5)	\$ 19.45	02/07/2006		M	8,200	02/07/2007	02/07/2016	Common Stock	8,200

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

GUETTER TOM 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

VP - Information Technology

Signatures

/s/ Thomas A. 02/21/2006 Guetter

**Signature of Reporting Person Date

Reporting Owners 2

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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 July 27, 2000, the reporting person was granted an option to purchase 20,250 shares of common stock. The option vests annually in three equal installments beginning on July 27, 2001.
- On January 7, 2002, the reporting person was granted an option to purchase 22,500 shares of common stock. The option vests annually in three equal installments beginning on January 7, 2003.
- (3) On January 6, 2004, the reporting person was granted an option to purchase 22,500 shares of common stock. The option vests annually in three equal installments beginning on January 6, 2005.
- (4) On February 12, 2001, December 12, 2001, and August 27, 2003, the Company effected 3-for-2 stock splits. The above shares amounts and prices reflect the effect of the stock splits.
- On February 7, 2006, the reporting person was granted an option to purchase 8,200 shares of common stock. The option vests annually in three equal 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.