CHRISTOPHER & BANKS CORP

Form 4 April 13, 2006

FORM 4

OMB APPROVAL

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Number: January 31, Expires: 2005

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0.5

Estimated average burden hours per

response...

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Form 4 or 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

1(b).

(Print or Type Responses)

1. Name and Ad NEAL RALI	^	ting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	CHRISTOPHER & BANKS CORP [CBK]		(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner Other (specify		
2400 XENIUM LANE NORTH			04/11/2006	below) below) Exec VP - Store Operations		
(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 Acc	quired, Disposed of, or Beneficially Owned		
1.001.1 6 (24 D	1 2 40 11 4 1 1/1	N 5 A . C . C . T.N.		

. •		Tai	ne 1 - Mon-	Derivative S	Secui	ities Acquii	eu, Disposeu oi,	or belieficiali	y Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securitie	es Ac	quired (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactiomr Disposed of (D)				Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4	and 5	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
		•					Following	or Indirect	(Instr. 4)
					()		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common			Code v	7 Illiount	(D)				
Common Stock	04/11/2006		S	80,800	D	\$ 23.7429	63,197	D	

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

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.

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. Transact Code (Instr. 8)	of Der Sec Acq (A) Disp of (I	fumber Expiration Date		Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 21.4667						<u>(1)</u>	01/07/2012	Common Stock	180,000	
Stock Option (right to buy)	\$ 18.33						(2)	01/06/2014	Common Stock	135,000	

Reporting Owners

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

Officer Director 10% Owner

NEAL RALPH 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

Exec VP - Store Operations

Signatures

/s/ Diane Heney as Attorney-in-Fact for Ralph C. Neal pursuant to Power of Attorney to be filed later

04/12/2006

**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).
- The original option (180,000 shares) granted on January 7, 2002 becomes exercisable in four annual increments of 45,000 shares (1) beginning January 7, 2003.
- The original option (135,000 shares) granted on January 6, 2004 becomes exercisable in three annual increments of 45,000 shares beginning January 6, 2005.

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.

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