

CHRISTOPHER & BANKS CORP

Form 4

June 20, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PRANGE WILLIAM J

2. Issuer Name **and** Ticker or Trading
Symbol

CHRISTOPHER & BANKS CORP
[CBK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

2400 XENIUM LANE NORTH

(Street)

PLYMOUTH, MN 55441

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)

06/16/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

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

Chairman and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**Table 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	06/16/2005		M		5,000	A	\$ 1.4074	347,995 D
Common Stock	06/16/2005		S		5,000	D	\$ 19.43	342,995 D

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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. Transaction Code (Instr. 8)	5. Number 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 of Number of Shares
Employee Stock Option (right to buy) <u>(1)</u> <u>(5)</u>	\$ 1.4074	06/16/2005		M	5,000	03/27/1999 03/27/2008	Common Stock 50,224
Employee Stock Option (right to buy) <u>(2)</u> <u>(5)</u>	\$ 7.7778					07/27/2001 07/27/2010	Common Stock 202,500
Employee Stock Option (right to buy) <u>(3)</u> <u>(5)</u>	\$ 21.4667					01/07/2003 01/07/2012	Common Stock 375,000
Employee Stock Option (right to buy) <u>(4)</u>	\$ 18.33					01/06/2005 01/06/2014	Common Stock 375,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRANGE WILLIAM J 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441	X		Chairman and CEO	

Signatures

/s/ William J.
Prange
06/20/2005
Date
**Signature of Reporting Person

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 March 27, 1998, the reporting person was granted an option to purchase 759,375 shares of common stock. The option vests in five equal annual installments beginning March 27, 1999.
- (2) On July 27, 2000, the reporting person was granted an option to purchase 337,500 shares of common stock. The option vests annually in five equal installments beginning on July 27, 2001.
- (3) On January 7, 2002, the reporting person was granted an option to purchase 375,000 shares of common stock. The option vests annually in five equal installments beginning on January 7, 2003.
- (4) On January 6, 2004, the reporting person was granted an option to purchase 375,000 shares of common stock. The option vests annually in five equal installments beginning on January 6, 2005.
- (5) On December 14, 1999, July 11, 2000, February 12, 2001, December 12, 2001 and August 27, 2003, the Company effected 3-for-2 stock splits. The above share amounts and prices reflect the effect of the stock splits.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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