Cohn Mark A Form 4 July 09, 2009

## 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

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person \*

Cohn Mark A

(First) (Middle)

20520 EXCELSIOR BOULEVARD

(Street)

(State)

SHOREWOOD, MN 55331

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

CHRISTOPHER & BANKS CORP [CBK]

3. Date of Earliest Transaction

(Month/Day/Year) 07/08/2009

4. If Amendment, Date Original

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

below)

\_X\_\_ Director

Applicable Line)

Officer (give title

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)			5. Amount of Securities Beneficially Owned	Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	07/08/2009		S	200	D	\$ 5.84	8,883	D	
Common Stock	07/08/2009		S	200	D	\$ 5.83	8,683	D	
Common Stock	07/08/2009		S	300	D	\$ 5.82	8,383	D	
Common Stock	07/08/2009		S	200	D	\$ 5.81	8,183	D	
Common Stock	07/08/2009		S	100	D	\$ 5.8001	8,083	D	

**OMB APPROVAL** 

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2005

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5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

(Check all applicable)

10% Owner Other (specify

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Common Stock	07/08/2009	S	200	D	\$ 5.8	7,883	D
Common Stock	07/08/2009	S	100	D	\$ 5.791	7,783	D
Common Stock	07/08/2009	S	500	D	\$ 5.79	7,283	D
Common Stock	07/08/2009	S	100	D	\$ 5.78	7,183	D
Common Stock	07/08/2009	S	400	D	\$ 5.7701	6,783	D
Common Stock	07/08/2009	S	500	D	\$ 5.77	6,283	D
Common Stock	07/08/2009	S	200	D	\$ 5.76	6,083	D
Common Stock	07/08/2009	S	600	D	\$ 5.751	5,483	D
Common Stock	07/08/2009	S	5,483	D	\$ 5.75	0	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and 2 Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 30.78					04/02/2007(1)	10/02/2016	Common Stock	10,000

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Stock Option (right to buy)	\$ 14.63	02/01/2008(2)	08/01/2017	Common Stock	12,000
Stock Option (Right to	\$ 8.69	01/30/2009(3)	01/30/2018	Common Stock	12,000

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Cohn Mark A 20520 EXCELSIOR BOULEVARD X SHOREWOOD, MN 55331

# **Signatures**

Sandra 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 2, 2006, the reporting person was granted an option to purchase 10,000 shares which vested upon grant.
- (2) On August 1, 2007, the reporting person was granted an option to exercise 12,000 shares of common stock. The stock option vests immediately.
- (3) On July 30, 2008, the reporting person was granted an option to exercise 12,000 shares of Common Stock. The stock option vests immediately.

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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