

Dahl Monica L  
Form 4  
April 15, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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)

1. Name and Address of Reporting Person \*  
Dahl Monica L

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)

3. Date of Earliest Transaction (Month/Day/Year)  
04/13/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, e-Com, P&A, and Strategy

PLYMOUTH, MN 55441

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 04/13/2011                           |  | F <sup>(7)</sup>               | V   | \$ 1,107 6.35   | D  | D                                 |
| Common Stock                    | 04/14/2011                           |  | F <sup>(7)</sup>               |   | \$ 1,845 6.39   | D  | D                                 |
| Common Stock                    | 04/15/2011                           |  | D <sup>(8)(9)</sup>            |   | \$ 0 60,301 <sup>(10)</sup>   | D  | 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**

SEC 1474 (9-02)

number.

**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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 17.9  |                                      |  |                                |   | 05/10/2005 <sup>(1)</sup> 05/10/2014                     | Common Stock  | 4,000                         |
| Employee Stock Option (right to buy)       | \$ 16.41   |                                      |  |                                |   | 11/03/2005 <sup>(2)</sup> 11/03/2014                     | Common Stock  | 18,000                        |
| Employee Stock Option (right to buy)       | \$ 19.45   |                                      |  |                                |   | 02/07/2007 <sup>(3)</sup> 02/07/2016                     | Common Stock  | 16,500                        |
| Employee Stock Option (right to buy)       | \$ 17.98   |                                      |  |                                |   | 04/18/2008 <sup>(4)</sup> 04/18/2017                     | Common Stock  | 12,600                        |
| Employee Stock Option (Right to Buy)       | \$ 10.56   |                                      |  |                                |   | 04/14/2009 <sup>(5)</sup> 04/14/2018                     | Common Stock  | 15,000                        |
| Employee Stock Option (Right to Buy)       | \$ 10.8  |                                      |  |                                |   | 04/19/2011 <sup>(6)</sup> 04/19/2020                     | Common Stock  | 20,200                        |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                                     |       |
|---|---------------|-----------|-------------------------------------|-------|
|   | Director      | 10% Owner | Officer                             | Other |
| Dahl Monica L<br>2400 XENIUM LANE NORTH<br>PLYMOUTH, MN 55441 |               |           | SVP,<br>e-Com, P&A,<br>and Strategy |       |

## Signatures

Sandra L. Miller,  
Attorney-in-Fact

04/15/2011

\_\_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 May 10, 2004, the reporting person was granted an option to purchase 12,000 shares of common stock. The option vests equally in three annual installments beginning on May 10, 2005.
- (2) On November 3, 2004, the reporting person was granted an option to purchase 18,000 shares of common stock. The option vests equally in three annual installments beginning on November 3, 2005.
- (3) On February 7, 2006, the reporting person was granted an option to purchase 16,500 shares of common stock. The option vests equally in three annual installments beginning on February 7, 2007.
- (4) On April 18, 2007, the reporting person was granted an option to purchase 12,600 shares of common stock. The option vests equally in three annual installments beginning on April 18, 2008.
- (5) On April 14, 2008, the reporting person was granted an option to exercise 15,000 shares of Common Stock. The option vests equally in three annual installments beginning on April 14, 2009.
- (6) On April 19, 2010, the reporting person was granted an option to exercise 20,200 shares of Common Stock. The option vests in three annual installments of 6,733 shares on April 19, 2011, 6,733 shares on April 19, 2012 and 6,734 shares on April 19, 2013.
- (7) On April 13, 2011 and April 14, 2011, shares of restricted stock vested for the reporting person. The reporting person used shares of that restricted stock to satisfy the payroll tax liability incurred as a result of the vesting of the shares.
- (8) On April 15, 2011, the Company determined that the performance goals applicable to 10,500 shares of restricted stock granted to the reporting person on August 7, 2006 had not been met. Thus, the 10,500 shares of restricted stock were forfeited.
- (9) On April 15, 2011, the Company determined that the performance goals applicable to 5,760 shares of restricted stock granted to the reporting person on April 19, 2010 had not been met. Thus, the 5,760 shares of restricted stock were forfeited.
- (10) This number includes restricted stock awards.

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.