Komarek Luke Form 4 April 20, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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

**SECURITIES** 

(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person \* Komarek Luke

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CHRISTOPHER & BANKS CORP [CBK]

(Check all applicable)

OMB

Number:

Expires:

response...

(First)

(Street)

(State)

3. Date of Earliest Transaction

X\_ Officer (give title below)

10% Owner Other (specify

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

(Month/Day/Year)

04/18/2011

Sr VP General Counsel

2400 XENIUM LANE NORTH

(Middle)

(Zip)

6. Individual or Joint/Group Filing(Check

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

Applicable Line)

Director

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

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

#### PLYMOUTH, MN 55441

	1									
1.Title of	2. Transaction Date	ansaction Date 2A. Deemed			ities		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year) Execution Date, if TransactionAcquired (A) or					r	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
				(4)		Reported				
				(A)		Transaction(s)				
			C = V	A	or	ъ.	(Instr. 3 and 4)			
<b>a</b>			Code V	Amount	(D)	Price				
Common	04/18/2011		$A_{(7)}^{(7)}$	5,971	A	\$0	31,533	D		
Stock	04/10/2011		7 1 <u></u>	5,771	11	ΨΟ	31,333	D		
Common	04/18/2011		$A^{(8)}$	8,957	A	\$0	40,490	D		
Stock	0 1/10/2011			0,557		ΨΟ	10,120	2		
Common										
Common	04/19/2011		$D^{(9)}$	935	D	\$ 0	39,555 (10)	D		
Stock										

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

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SEC 1474 (9-02)

## Edgar Filing: Komarek Luke - Form 4

#### number.

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securition (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha	
Employee Stock Option (right to buy)	\$ 17.63					05/21/2008(1)	05/21/2017	Common Stock	9,50	
Employee Stock Option (right to buy)	\$ 13.31					10/30/2008(2)	10/30/2017	Common Stock	6,00	
Employee Stock Option (Right to Buy)	\$ 10.56					04/14/2009(3)	04/14/2018	Common Stock	7,50	
Employee Stock Option (Right to Buy)	\$ 4.18					04/13/2010(4)	04/13/2019	Common Stock	35,0	
Employee Stock Option (Right to Buy)	\$ 10.8					04/19/2011(5)	04/19/2020	Common Stock	21,2	
Employee Stock Option (Right to Buy)	\$ 6.28	04/18/2011		A	26,236	04/18/2012(6)	04/18/2022	Common Stock	26,2	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Komarek Luke

2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

Sr VP General Counsel

## **Signatures**

Sandra L. Miller, Attorney-in-Fact

04/20/2011

\*\*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).
- On May 21, 2007, the reporting person was granted an option to exercise 9,500 shares of common stock. The option vests equally in three annual installments beginning on May 21, 2008.
- On October 30,2007, the reporting person was granted an option to exercise 6,000 shares of common stock. The option vests equally in three annual installments beginning on October 30, 2008.
- On April 14, 2008, the reporting person was granted an option to exercise 7,500 shares of Common Stock. The option vests equally in three annual installments beginning on April 14, 2009.
- On April 13, 2009, the reporting person was granted an option to exercise 35,000 shares of Common Stock. The option vests equally in five annual installments of 7,000 shares beginning on April 13, 2010.
- On April 19, 2010, the reporting person was granted an option to exercise 21,200 shares of Common Stock. The option vests in three annual installments of 7,066 shares on April 19, 2011, 7,067 shares on April 19, 2012 and 7,067 shares on April 19, 2013.
- On April 18, 2011, the reporting person was granted an option to exercise 26,236 shares of Common Stock. The option vests in three annual installments of 8,746 shares on April 18, 2012, 8,745 shares on April 18, 2013 and 8,745 shares on April 18, 2014.
- On April 18, 2011, the reporting person was granted 5,971 shares of Common Stock pursuant to a Restricted Stock Agreement. The shares are subject to forfeiture and are scheduled to vest one-third each on April 18, 2012, April 18, 2013 and April 18, 2014, pursuant to the terms of the Restricted Stock Agreement.
  - On April 18, 2011, the reporting person was granted 8,957 shares of Common Stock pursuant to a Restricted Stock Agreement. All or a portion of the shares are subject to forfeiture based on pre-determined corporate financial performance criteria for fiscal years 2012 and 2013. Following the completion of fiscal years 2012 and 2013, a determination will be made if the threshold financial performance
- (8) criteria have been met or exceeded. If the threshold level of performance is not met for any of the financial performance criteria, all of the Restricted Stock is forfeited. To the extent that the performance-based restrictions lapse as to some or all of the Restricted Stock, then the shares vest as follows: (i) two-thirds as of the date the performance-based restrictions lapse in fiscal 2013 and (ii) one-third on April 18, 2014.
- (9) On April 19, 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 as a result of the vesting of the shares.
- (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.

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