

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**  
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### REPORTING OWNER

#### PRANGE WILLIAM J

CIK: **1250110**

Type: **4** | Act: **34** | File No.: **001-31390** | Film No.: **06512344**

Business Address  
800 LASALLE AVE.  
MINNEAPOLIS MN 55402

### ISSUER

#### CHRISTOPHER & BANKS CORP

CIK: **883943** | IRS No.: **061195422** | State of Incorporation: **DE** | Fiscal Year End: **0302**  
SIC: **5621** Women's clothing stores

Mailing Address  
2400 XENIUM LN NORTH  
PLYMOUTH MN 55441-3626

Business Address  
2400 XENIUM LANE NORTH  
PLYMOUTH MN 55441-3626  
6125515000

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>PRANGE WILLIAM J</b>			2. Issuer Name and Ticker or Trading Symbol <b>CHRISTOPHER &amp; BANKS CORP [CBK]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner ____ Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>Former Director and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/03/2006</b>					
2400 XENIUM LANE NORTH			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street) <b>PLYMOUTH, MN 55441</b>								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/03/2006		S		4,800	D	\$18.7	403,728	D	
Common Stock	01/04/2006		S		23,200	D	\$18.7	380,528	D	
Common Stock	01/04/2006		S		1,700	D	\$18.72	378,828	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy) (1) (3)	\$21.4667							01/07/2003	01/07/2012	Common Stock		375,000	D	

Employee Stock Option (right to buy) <sup>(2)</sup>	\$18.33						01/06/2005	01/06/2014	Common Stock	375,000		375,000	D
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**Explanation of Responses:**

1. 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.
2. 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.
3. On August 27, 2003, the Company effected 3-for-2 stock splits. The above share amounts and prices reflect the effect of the stock splits.

**Signatures**

/s/ William J. Prange

\*\* Signature of Reporting Person

01/05/2006

Date

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

\* 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).

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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