

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**  
SEC Accession No. **0001250922-05-000014**

([HTML Version](#) on [secdatabase.com](#))

### 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

### REPORTING OWNER

#### **BARENBAUM LARRY C**

CIK: **1250116**  
Type: **4** | Act: **34** | File No.: **001-31390** | Film No.: **05790699**

Business Address  
800 LASALLE AVE.  
MINNEAPOLIS MN 55402

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 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

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>BARENBAUM LARRY C</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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>04/29/2005</b>					
<b>1118 KENWOOD PARKWAY</b>			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 <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
<b>MINNEAPOLIS, MN 55403</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	04/29/2005		S		1,000	D	\$15.61	11,500	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)				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					
Option (right to buy) <sup>(1)</sup>	\$15.89							01/28/2005	07/28/2009	Common Stock	18,000	18,000	D	
Option (right to buy) <sup>(2) (4)</sup>	\$25.7							01/30/2004	07/30/2008	Common Stock	18,000	18,000	D	

Option (right to buy) (3) (4)	\$22.6733							01/31/2003	07/31/2007	common stock	25,470		25,470	D	
-------------------------------------	-----------	--	--	--	--	--	--	------------	------------	-----------------	--------	--	--------	---	--

**Explanation of Responses:**

1. Reporting person received a stock option on July 28, 2004 which vested upon grant.
2. Reporting person received a stock option on July 30, 2003 which vested upon grant.
3. Reporting person received a stock option on July 31, 2002 which vested upon grant.
4. On August 27, 2003, the Company effected a 3-for-2 stock split. The above share amounts and prices reflect the effect of the stock split.

**Signatures**

/s/ Larry C. Barenbaum  
 \*\* Signature of Reporting Person

04/29/2005  
 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.

**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 Number.**