

CHRISTOPHER & BANKS CORP  
Form 4  
September 28, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 \*  
BARENBAUM LARRY C

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)

3. Date of Earliest Transaction (Month/Day/Year)  
09/26/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

925 WALLACE DRIVE

(Street)

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

AMERY, WI 54001

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code V Amount (A) or (D) Price                                    |   |  |                                   |
| Common Stock                    | 09/26/2006                           |  | S                              | 1,000 D \$ 30.98  | 25,000  | D  |                                   |
| Common Stock                    | 09/26/2006                           |  | S                              | 1,000 D \$ 31.09  | 24,000  | D  |                                   |
| Common Stock                    | 09/27/2006                           |  | S                              | 1,000 D \$ 30.88  | 23,000  | D  |                                   |

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

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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. Price or Amount of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Option (right to buy) <sup>(1)</sup>       | \$ 22.6733   |                                      |  |                                |   | 01/31/2003 07/31/2007                                    | Common Stock 25,470   |  |
| Option (right to buy) <sup>(2)</sup>       | \$ 25.7  |                                      |  |                                |   | 01/30/2004 07/30/2008                                    | Common Stock 18,000   |  |
| Option (right to buy) <sup>(3)</sup>       | \$ 18.79   |                                      |  |                                |   | 01/27/2006 07/27/2010                                    | Common Stock 18,000   |  |
| Stock Option (right to buy) <sup>(4)</sup> | \$ 26.61   |                                      |  |                                |   | 01/26/2007 07/26/2016                                    | Common Stock 12,000   |  |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARENBAUM LARRY C<br>925 WALLACE DRIVE<br>AMERY, WI 54001 | X             |           |         |       |

## Signatures

Barbara J. Spilane,  
Attorney-in-Fact 09/28/2006

\*\*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 July 31, 2002, the reporting person received a stock option which vested upon grant.

(2) On July 30, 2003, the reporting person received a stock option which vested upon grant.

(3) On July 27, 2005, the reporting person received a stock option which vested upon grant.

(4) On July 26, 2006, the reporting person was granted an option to purchase 12,000 shares of common stock. The option vested upon grant.

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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