

CHRISTOPHER & BANKS CORP
 Form 4
 July 13, 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 *
 Decker Kim A

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
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/11/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr VP Store Operations

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 07/11/2006 | | M | | 11,250 | A | \$ 21.4667 |
| Common Stock | 07/11/2006 | | M | | 7,500 | A | \$ 19.4933 |
| Common Stock | 07/11/2006 | | M | | 10,000 | A | \$ 18.33 |
| Common Stock | 07/11/2006 | | S | | 28,750 | D | \$ 29.2 |
| | | | | | 33,750 | | |
| | | | | | 41,250 | | |
| | | | | | 51,250 | | |
| | | | | | 22,500 | | |

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

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(9-02)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) ⁽¹⁾ ⁽⁵⁾ | \$ 21.4667 | 07/11/2006 | | M | 11,250 | 01/07/2003 01/07/2012 | Common Stock 11,250 |
| Employee Stock Option (right to buy) ⁽²⁾ ⁽⁵⁾ | \$ 19.4933 | 07/11/2006 | | M | 7,500 | 08/05/2003 08/05/2012 | Common Stock 7,500 |
| Employee Stock Option (right to buy) ⁽³⁾ | \$ 18.33 | 07/11/2006 | | M | 10,000 | 01/06/2005 01/06/2014 | Common Stock 10,000 |
| Employee Stock Option (right to buy) ⁽⁴⁾ | \$ 19.45 | | | | | 02/07/2007 02/07/2016 | Common Stock 12,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Decker Kim A 2400 XENIUM LANE PLYMOUTH, MN 55441 | | | Sr VP Store Operations | |

Signatures

Barbara Spilane,
Attorney-in-Fact

07/13/2006

__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 January 7, 2002, the reporting person was granted an option to purchase 11,250 shares of common stock. The option vests equally in three annual installments beginning on January 7, 2003.
- (2) On August 5, 2002, the reporting person was granted an option to purchase 7,500 shares of common stock. The option vests equally in three annual installments beginning on August 3, 2003.
- (3) On January 6, 2004, the reporting person was granted an option to purchase 15,000 shares of common stock. The option vests equally in three annual installments beginning on January 6, 2005.
- (4) On February 7, 2006, the reporting person was granted an option to purchase 12,500 shares of common stock. The option vests equally in three annual installments beginning on February 7, 2007.
- (5) 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.

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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