

CHRISTOPHER & BANKS CORP
 Form 4
 July 13, 2005

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 *
BEEHLER DONALD D

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)
4450 MANITOU ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2005

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

TONKA BAY, MN 55331
 (City) (State) (Zip)

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

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 | (D) | Price |
| Common Stock | 07/11/2005 | | S | | 10,000 | D | \$ 19 |
| | | | | | 10,000 | | |

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|------------|--|--|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Option (right to buy) <u>(1)</u> | \$ 15.89 | | | | | | | 01/28/2005 | 07/28/2009 | Common Stock | 18,000 |
| Option (right to buy) <u>(2)</u> <u>(4)</u> | \$ 25.7 | | | | | | | 01/30/2004 | 07/30/2008 | Common Stock | 18,000 |
| Option (right to buy) <u>(3)</u> <u>(4)</u> | \$ 22.6733 | | | | | | | 01/31/2003 | 07/31/2007 | Common Stock | 17,970 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BEEHLER DONALD D 4450 MANITOU ROAD TONKA BAY, MN 55331 | | X | | |

Signatures

/s/ Donald D. Beeler 07/13/2005

**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) 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.

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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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