

PRANGE WILLIAM J  
Form 4  
January 26, 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 \*  
PRANGE WILLIAM J

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 NORTH  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/23/2006

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Former Director and CEO

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) |   |                 | 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 or Price |   |  |                                   |   |  |
| Common Stock                    | 01/23/2006                           |  | S                              |   |   | 18,200          | D   | \$ 17.7  | 192,677                           | D |  |
| Common Stock                    | 01/23/2006                           |  | S                              |   |   | 1,800           | D   | \$ 17.71   | 190,877                           | D |  |
| Common Stock                    | 01/24/2006                           |  | S                              |   |   | 2,600           | D   | \$ 18.15   | 188,277                           | D |  |
| Common Stock                    | 01/24/2006                           |  | S                              |   |   | 2,392           | D   | \$ 18.18   | 185,885                           | D |  |
| Common Stock                    | 01/24/2006                           |  | S                              |   |   | 4,700           | D   | \$ 18.19   | 181,185                           | D |  |

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Common Stock      01/24/2006      S      7,000      D      \$ 18.21      174,185      D

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) <sup>(1)</sup> <sup>(3)</sup> | \$ 21.4667   |                                      |  |                                |   | 01/07/2003 01/07/2012                                    | Common Stock  | 375,000                       |
| Employee Stock Option (right to buy) <sup>(2)</sup>                | \$ 18.33   |                                      |  |                                |   | 01/06/2005 01/06/2014                                    | Common Stock  | 375,000                       |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |                         |
|--|---------------|-----------|---------|-------------------------|
|  | Director      | 10% Owner | Officer | Other                   |
| PRANGE WILLIAM J<br>2400 XENIUM LANE NORTH<br>PLYMOUTH, MN 55441 |               |           |         | Former Director and CEO |

## Signatures

/s/ William J. Prange      01/25/2006  
Date

\_\_Signature of  
Reporting Person

## 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 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.

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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