

CHRISTOPHER & BANKS CORP  
 Form 4/A  
 January 15, 2016

**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 \*  
 Dahl Monica L

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)  
 04/04/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP, Marketing

PLYMOUTH, MN 55441  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 04/05/2013

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 04/04/2013                           |  | D <sup>(10)(11)</sup>          | V Amount 43,631 <sup>(12)</sup>                                   | (D) Price \$ 0  | 48,386 <sup>(12)</sup><br><sup>(13)</sup>                | 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)

**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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 17.9  |                                      |  |                                |   | 05/10/2005 <sup>(1)</sup> 05/10/2014                     | Common Stock  | 4,000                         |
| Employee Stock Option (right to buy)       | \$ 16.41   |                                      |  |                                |   | 11/03/2005 <sup>(2)</sup> 11/03/2014                     | Common Stock  | 18,000                        |
| Employee Stock Option (right to buy)       | \$ 19.45   |                                      |  |                                |   | 02/07/2007 <sup>(3)</sup> 02/07/2016                     | Common Stock  | 16,500                        |
| Employee Stock Option (right to buy)       | \$ 17.98   |                                      |  |                                |   | 04/18/2008 <sup>(4)</sup> 04/18/2017                     | Common Stock  | 12,600                        |
| Employee Stock Option (Right to Buy)       | \$ 10.56   |                                      |  |                                |   | 04/14/2009 <sup>(5)</sup> 04/14/2018                     | Common Stock  | 15,000                        |
| Employee Stock Option (Right to Buy)       | \$ 10.8  |                                      |  |                                |   | 04/19/2011 <sup>(6)</sup> 04/19/2020                     | Common Stock  | 20,200                        |
| Employee Stock Option (Right to Buy)       | \$ 6.28  |                                      |  |                                |   | 04/18/2012 <sup>(7)</sup> 04/18/2021                     | Common Stock  | 31,483                        |

Buy)

Employee  
StockOption \$ 1.91  
(Right to  
Buy)03/29/2013<sup>(8)</sup> 03/29/2022 Common  
Stock 36,995Employee  
StockOption \$ 6.25  
(Right to  
Buy)03/15/2014<sup>(9)</sup> 03/15/2023 Common  
Stock 9,301

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| Dahl Monica L<br>2400 XENIUM LANE NORTH<br>PLYMOUTH, MN 55441 |               |           | SVP, Marketing |       |

## Signatures

Brook T. Nuernberg,  
Attorney-in-Fact

01/15/2016

\*\*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 May 10, 2004, the reporting person was granted an option to purchase 12,000 shares of common stock. The option vests equally in three annual installments beginning on May 10, 2005.
- (2) On November 3, 2004, the reporting person was granted an option to purchase 18,000 shares of common stock. The option vests equally in three annual installments beginning on November 3, 2005.
- (3) On February 7, 2006, the reporting person was granted an option to purchase 16,500 shares of common stock. The option vests equally in three annual installments beginning on February 7, 2007.
- (4) On April 18, 2007, the reporting person was granted an option to purchase 12,600 shares of common stock. The option vests equally in three annual installments beginning on April 18, 2008.
- (5) On April 14, 2008, the reporting person was granted an option to exercise 15,000 shares of Common Stock. The option vests equally in three annual installments beginning on April 14, 2009.
- (6) On April 19, 2010, the reporting person was granted an option to exercise 20,200 shares of Common Stock. The option vests in three annual installments of 6,733 shares on April 19, 2011, 6,733 shares on April 19, 2012 and 6,734 shares on April 19, 2013.
- (7) On April 18, 2011, the reporting person was granted an option to exercise 31,483 shares of Common Stock. The option vests in three annual installments of 10,495 shares on April 18, 2012, 10,494 shares on April 18, 2013 and 10,494 shares on April 18, 2014.
- (8) On March 29, 2012, the reporting person was granted an option to exercise 36,995 shares of Common Stock. The option vests in three annual installments of 12,331 shares on March 29, 2013, 12,332 shares on March 29, 2014 and 12,332 shares on March 29, 2015.
- (9) On March 15, 2013, the reporting person was granted an option to exercise 9,301 shares of the Company's Common Stock. The option vests in three annual installments of 3,101 shares on March 15, 2014; 3,100 shares on March 15, 2015; and 3,100 shares on March 15,

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2016.

- (10) On April 4, 2013, the Company determined that the performance goals applicable to 10,500 shares of restricted stock granted to the reporting person on August 7, 2006 had not been met. Thus, the 10,500 shares of restricted stock were forfeited.
- (11) On April 4, 2013, the Company determined that the performance goals applicable to 22,382 and 10,749 shares of restricted stock granted to the reporting person on March 29, 2012 and April 18, 2011 respectively had not been met. Thus, the 33,581 shares of restricted stock were forfeited.
- (12) This filing amends and corrects a transposition error in the number of shares reported as forfeited restricted stock. The initial filing reflected the forfeiture of 22,832 shares of restricted stock that should have been reported as 22,382 shares. This amendment is also deemed to correct and amend the seven subsequent Form 4 filings made from April 22, 2013 through March 27, 2015.
- (13) This number includes restricted stock awards.

**Remarks:**

**THIS FILING HAS BEEN AMENDED AS NOTED IN FOOTNOTE 12 ABOVE. THE REMAINDER OF THE FILING HAS BEEN DELETED.**

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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