

KINNEY MCMULLAN KAREN

Form 4/A

February 21, 2006

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KINNEY MCMULLAN KAREN

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)

80 CHAMBERS STREET

(Street)

NEW YORK, NY 10007

(City) (State) (Zip)

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

02/07/2006

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

02/21/2006

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

Vice President - Design

6. Individual or Joint/Group Filing(Check
Applicable Line)

____X____ 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 ⁽⁵⁾	02/07/2006		A	1,450 A \$ 0	1,450	D	

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
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) <u>(1)</u> <u>(3)</u>	\$ 21.4667							01/07/2003	01/07/2012	Common Stock	30,000
Employee Stock Option (right to buy) <u>(2)</u>	\$ 18.33							01/06/2005	01/06/2014	Common Stock	22,500
Employee Stock Option (right to buy) <u>(4)</u>	\$ 19.45	02/07/2006		M		8,200		02/07/2007	02/07/2016	Common Stock	8,200

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KINNEY MCMULLAN KAREN 80 CHAMBERS STREET NEW YORK, NY 10007	Vice President - Design

Signatures

/s/ Karen R.
Kinney-McMullan

02/21/2006

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 30,000 shares of common stock. The option vests annually in three equal installments beginning on January 7, 2003.
- (2)

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On January 6, 2004, the reporting person was granted an option to purchase 22,500 shares of common stock. The option vests annually in three equal installments beginning on January 6, 2005.

- (3) On August 27, 2003, the Company effected a 3-for-2 stock split. The above amounts and prices reflect the effect of the stock split.
- (4) On February 7, 2006, the reporting person was granted an option to purchase 8,200 shares of common stock. The option vests annually in three equal installments beginning on February 7, 2007.
- (5) Note, this footnote inadvertently left off original filing: On February 7, 2006, the reporting person was awarded 1,450 shares of common stock pursuant to a Restricted Stock Agreement. The shares are subject to forfeiture and vest on January 7, 2009

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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