

Stemper Cindy J
 Form 3
 April 04, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Stemper Cindy J | | (Month/Day/Year) | CHRISTOPHER & BANKS CORP [CBK] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 2400 XENIUM LANE NORTH | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| PLYMOUTH,Â MNÂ 55441 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | SVP, Human Resources | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 41,271 ⁽⁵⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|---------------------------|------------|-----------------|--------|---------|-------------------|---|
| Employee Stock Option (Right to Buy) | 09/27/2011 ⁽¹⁾ | 09/27/2020 | Common Stock | 17,250 | \$ 7.58 | D | Â |
| Employee Stock Option (Right to Buy) | 04/18/2012 ⁽²⁾ | 04/18/2021 | Common Stock | 26,236 | \$ 6.28 | D | Â |
| Employee Stock Option (Right to Buy) | 03/29/2013 ⁽³⁾ | 03/29/2022 | Common Stock | 29,272 | \$ 1.91 | D | Â |
| Employee Stock Option (Right to Buy) | 04/15/2014 ⁽⁴⁾ | 04/15/2023 | Common Stock | 7,336 | \$ 6.25 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stemper Cindy J 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441 | Â | Â | Â SVP, Human Resources | Â |

Signatures

Sandra L. Miller,
Attorney-in-Fact

04/04/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 September 27, 2010, the reporting person was granted an option to purchase 17,250 shares of common stock. The option vests equally in three annual installments beginning on September 27, 2011.
 - (2) On April 18, 2011, the reporting person was granted an option to purchase 26,236 shares of common stock. The option vests in three annual installments of 8,746 shares on April 18, 2012; 8,745 shares on April 18, 2013; and 8,745 shares on April 18, 2014.
 - (3) On March 29, 2012, the reporting person was granted an option to purchase 29,272 shares of common stock. The option vests in three annual installments of 9,758 shares on March 29, 2013; 9,757 shares on March 29, 2014; and 9,757 shares on March 29, 2015.
 - (4) On April 15, 2013, the reporting person was granted an option to purchase 7,336 shares of common stock. The option vests in three annual installments of 2,446 shares on April 15, 2014; 2,445 shares on April 15, 2015; and 2,445 shares on April 15, 2016.
 - (5) This number includes both performance-based and time-based restricted stock awards.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.