

CHRISTOPHER & BANKS CORP  
Form 3/A  
October 01, 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)

|  |   |  |   |  |
|--|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Stemper Cindy J</p> <p>(Last) (First) (Middle)</p> <p>2400 XENIUM LANE NORTH</p> <p>(Street)</p> <p>PLYMOUTH,Â MNÂ 55441</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/02/2013</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CHRISTOPHER &amp; BANKS CORP [CBK]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>SVP, Human Resources</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>04/04/2013</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 41,271 <sup>(5)</sup>                                    | 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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of  |  |

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|                                      |                              |                           |              | Shares |         | (I)<br>(Instr. 5) |   |
|--------------------------------------|------------------------------|---------------------------|--------------|--------|---------|-------------------|---|
| Employee Stock Option (Right to Buy) | 09/27/2011 <sup>(1)</sup>    | 09/27/2020                | Common Stock | 17,250 | \$ 7.58 | D                 | Â |
| Employee Stock Option (Right to Buy) | 04/18/2012 <sup>(2)</sup>    | 04/18/2021                | Common Stock | 26,236 | \$ 6.28 | D                 | Â |
| Employee Stock Option (Right to Buy) | 03/29/2013 <sup>(3)</sup>    | 03/29/2022                | Common Stock | 29,272 | \$ 1.91 | D                 | Â |
| Employee Stock Option (Right to Buy) | 03/15/2014 <sup>(4)(6)</sup> | 03/15/2023 <sup>(6)</sup> | Common Stock | 7,336  | \$ 6.25 | D                 | Â |

## Reporting Owners

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

## Signatures

Sandra L. Miller,  
Attorney-in-Fact

10/01/2013

\_\_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 March 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 March 15, 2014; 2,445 shares on March 15, 2015; and 2,445 shares on March 15, 2016.
- (5) This number includes both performance-based and time-based restricted stock awards.
- (6) The month of the grant date and expiration date was incorrect in the original Form 3 filing and is amended from April to March.

Â

### Remarks:

This amended Form 3 is being filed to correct typographical errors in Line 4 of Table II and in

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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