#### CHRISTOPHER & BANKS CORP

Form 4 March 18, 2014

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number: January 31,

Expires: 2005 Estimated average

0.5

burden hours per response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

Common

Stock

03/15/2014

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MICHIELUTTI PETER G Issuer Symbol CHRISTOPHER & BANKS CORP (Check all applicable) [CBK] 3. Date of Earliest Transaction (Last) (First) (Middle) Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) below) 2400 XENIUM LANE NORTH 03/15/2014 SVP, Chief Financial Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting PLYMOUTH, MN 55441 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s)

Code V Amount

916

 $F^{(4)}$ 

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(Instr. 3 and 4)

20,324 (5) (6)

D

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

or

(D)

D

Price

\$0

#### Edgar Filing: CHRISTOPHER & BANKS CORP - Form 4

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. Transactio Code (Instr. 8)	5. DiNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable Date (Month/Day/Year	•	7. Title and A Underlying S (Instr. 3 and 4	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 1.86					04/19/2013(1)	04/23/2022(3)	Common Stock	30,000
Common Stock	\$ 6.25					03/15/2014(2)	03/15/2023	Common Stock	13,755

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MICHIELUTTI PETER G 2400 XENIUM LANE NORTH PLYMOUTH, MN 55441

SVP, Chief Financial Officer

## **Signatures**

Sandra L. Miller, Attorney-in-Fact

\*\*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).
- On April 23, 2012, the reporting person was granted an option to purchase 30,000 shares of the Company's Common Stock that becomes (1) fully exercisable on April 19, 2013. The option is subject to accelerated vesting in the event the reporting person is terminated by the Company, other than for cause, and accelerated vesting on a pro rata basis in the event of his death or disability.
- On March 15, 2013, the reporting person was granted an option to exercise 13,755 shares of the Company's Common Stock. The option vests in three annual installments of 4,585 shares on each of March 15, 2014, March 15, 2015 and March 15, 2016.
- (3) When the Form 4 was filed to report the grant of this stock option to the reporting person, a typographical error was made on the expiration date of the option. The expiration date should have been April 23, 2022, not April 22, 2022.
- (4) On March 15, 2014, shares of restricted stock vested for the reporting person. The reporting person used a portion of the shares that vested to satisfy the payroll tax liability as a result of the vesting of the shares.
- (5) On April 24, 2012, a Form 4 was filed for the reporting person. A typographical error on Table I inadvertently under-reported by 10 shares the amount of shares beneficially owned following the reported transactions. These 10 shares are carried forward.
- (6) This number includes 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.

Reporting Owners 2

# Edgar Filing: CHRISTOPHER & BANKS CORP - Form 4

ential persons who are to respond to the collection of information contained in this form are not required to respond unless the form our contained in this form are not required to respond unless the form our contained in this form are not required to respond unless the form our contained in this form are not required to respond unless the form of the collection of information contained in this form are not required to respond unless the form of the collection of information contained in this form are not required to respond unless the form of the collection of information contained in this form are not required to respond unless the form of the collection of information contained in this form are not required to respond unless the form of the collection of	displays