

MANSELL KEVIN
Form 4
June 16, 2005

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 *
MANSELL KEVIN

2. Issuer Name and Ticker or Trading Symbol
KOHLS CORPORATION [KSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
N56 W17000 RIDGEWOOD DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/14/2005

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

MENOMONEE FALLS, WI 53051-5660

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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		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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	06/14/2005		M	V	80,000	A	\$ 7.1408	236,750	D
Common Stock	06/14/2005		S	V	80,000	D	\$ 57.4998	156,750	D
Common Stock	06/15/2005		M	V	3,418	A	\$ 7.1408	160,168	D
Common Stock	06/15/2005		S	V	3,418	D	\$ 57.1319	156,750	D
Common Stock	06/15/2005		M	V	23,420	A	\$ 9.25	180,170	D

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Common Stock	06/15/2005		S	V	23,420	D	\$ 57.1329	156,750 ⁽¹⁾	D	
Common Stock								54,615	I	By Trusts
Common Stock								8,650 ⁽²⁾	I	By spouse
Common Stock								54,615 ⁽²⁾	I	By trusts for benefit of spouse

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

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(9-02)

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

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)	\$ 7.1408	06/14/2005		M	80,000	02/07/1997 02/07/2006	Common Stock 80,000
Employee Stock Option (Right to Buy)	\$ 7.1408	06/15/2005		M	3,418	02/07/1997 02/07/2006	Common Stock 3,418
Employee Stock Option (Right to Buy)	\$ 9.25	06/15/2005		M	23,420	01/07/1998 01/07/2007	Common Stock 23,420

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANSELL KEVIN N56 W17000 RIDGEWOOD DRIVE MENOMONEE FALLS, WI 53051-5660	X		President	

Signatures

Richard D. Schepp (pursuant to Power of Attorney previously filed) 06/16/2005

 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) In accordance with SEC rules, this number reflects only shares of Common Stock held by the Reporting Person. Does not include other forms of securities held, such as vested stock options. Also excludes shares held in trusts for the benefit of Mr. Mansell's family.
- (2) This report should not be deemed an admission that the reporting person is the beneficial owner of his spouse's shares for purposes of Section 16 or any other purpose.
- (3) In accordance with SEC rules, this number reflects only those shares remaining from this particular option grant. Does not include any other securities that may be held, such as shares from other stock option grants.

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.