

BONNING KENNETH
 Form 3
 May 17, 2011

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 | |
| BONNING KENNETH | | (Month/Day/Year) | KOHLS Corp [KSS] | |
| (Last) | (First) | (Middle) | 05/15/2011 | |
| N56 W17000 RIDGEWOOD DRIVE | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | |
| MENOMONEE FALLS, WI 53051 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. Executive Vice President | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

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 | 52,489 ⁽¹⁾ | D | ^ |

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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | | Title | | | |

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|------------------------|------------------|-----------------|--------------|----------------------------|------------|----------------------------|---|
| Employee Stock Options | 01/03/2002 | 01/03/2016 | Common Stock | 30,000 ⁽²⁾ | \$ 63.8125 | D | Â |
| Employee Stock Options | 01/30/2003 | 01/30/2017 | Common Stock | 14,300 ⁽²⁾ | \$ 66.3 | D | Â |
| Employee Stock Options | 02/13/2004 | 02/13/2018 | Common Stock | 13,000 ⁽²⁾ | \$ 50.39 | D | Â |
| Employee Stock Options | 02/25/2005 | 02/25/2019 | Common Stock | 50,000 ⁽²⁾ | \$ 49.56 | D | Â |
| Employee Stock Options | 02/25/2005 | 02/25/2019 | Common Stock | 6,500 ⁽²⁾ | \$ 49.56 | D | Â |
| Employee Stock Options | 02/23/2006 | 02/23/2020 | Common Stock | 23,500 ⁽²⁾ | \$ 46.2 | D | Â |
| Employee Stock Options | 03/27/2007 | 03/27/2013 | Common Stock | 23,550 ⁽²⁾ | \$ 51.81 | D | Â |
| Employee Stock Options | 03/26/2008 | 03/26/2014 | Common Stock | 22,000 ⁽²⁾ | \$ 75.95 | D | Â |
| Employee Stock Options | 03/31/2009 | 03/31/2015 | Common Stock | 13,388 ⁽³⁾ | \$ 42.89 | D | Â |
| Employee Stock Options | 03/30/2010 | 03/30/2016 | Common Stock | 10,300 ⁽⁴⁾ | \$ 41.63 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BONNING KENNETH N56 W17000 RIDGEWOOD DRIVE MENOMONEE FALLS, WI 53051 | Â | Â | Â Sr. Executive Vice President | Â |

Signatures

Kenneth G.
Bonning

05/16/2011

**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) Includes 33,629 unvested restricted shares.

(2) All of the shares represented by this option are fully vested and exercisable.

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- (3) Of the shares represented by this option, 10,041 are fully vested and exercisable. The remaining 3,347 option shares vest on March 31, 2012.
- (4) Of the shares represented by this option, 4,120 are fully vested and exercisable. Of the remaining option shares, 2,060 vest on each of March 30, 2012, March 30, 2013 and March 30, 2014.

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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