**KOHLS Corp** Form 4 March 04, 2015

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

obligations may continue. See Instruction 1(b).

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 \* **BONEPARTH PETER** 

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

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burden hours per

Symbol

(Last)

(First) (Middle) KOHLS Corp [KSS]

(Check all applicable)

N56 W17000 RIDGEWOOD

**DRIVE** 

3. Date of Earliest Transaction

(Month/Day/Year) 03/02/2015

\_X\_\_ Director 10% Owner Officer (give title \_ Other (specify below)

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

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### MENOMONEE FALLS, WI 53051

(Street)

(City)	(State) (	(Zip) <b>Tabl</b>	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly 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 (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	03/02/2015		M	2,165	A	\$ 53.81	15,003.72	D	
Common Stock	03/02/2015		S	2,165	D	\$ 73.79 (1)	12,838.72	D	
Common Stock	03/02/2015		M	2,843	A	\$ 55.68	15,681.72	D	
Common Stock	03/02/2015		S	2,843	D	\$ 73.78 (2)	12,838.72	D	
	03/02/2015		M	3,969	A		16,807.72	D	

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Common Stock					\$ 48.66		
Common Stock	03/02/2015	S	3,969	D	\$ 73.76	12,838.72 (4)	D

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

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SEC 1474

(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. Transactic Code (Instr. 8)	onof Derivative		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)	\$ 53.81	03/02/2015		M		2,165	05/13/2011	05/13/2020	Common Stock	2,165
Employee Stock Option (Right to Buy)	\$ 55.68	03/02/2015		M		2,843	05/12/2012	05/12/2021	Common Stock	2,843
Employee Stock Option (Right to Buy)	\$ 48.66	03/02/2015		M		3,969	05/10/2013	05/10/2022	Common Stock	3,969

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

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BONEPARTH PETER
N56 W17000 RIDGEWOOD DRIVE
MENOMONEE FALLS, WI 53051

## **Signatures**

(Jason J. Kelroy P.O.A.) 03/04/2015

\*\*Signature of Reporting Date
Person

## **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) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$73.63-\$73.92, inclusive.
- (2) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$73.63-\$73.93, inclusive.
- (3) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$73.63-\$73.88, inclusive.
- (4) Includes 1,953.72 unvested shares of restricted stock.

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.

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