

KOHL'S CORPORATION
Form 4
June 23, 2006

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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SOMMERHAUSER PETER M

(Last) (First) (Middle)

780 N. WATER STREET

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

KOHL'S CORPORATION [KSS]

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

06/21/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 (Instr. 8)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/21/2006		S ⁽¹⁾	V Amount (D) 4,975 D	\$ 58.0771	217,384	D
Common Stock	06/22/2006		S ⁽¹⁾	V Amount (D) 3,782 D	\$ 58.0133	213,602	D
Common Stock	06/23/2006		S ⁽¹⁾	V Amount (D) 1,724 D	\$ 58.0011	211,878	D
Common Stock	06/21/2006		S ⁽¹⁾	V Amount (D) 1,194 D	\$ 58.0771	128,686	I By family trusts ⁽²⁾
Common Stock	06/22/2006		S ⁽¹⁾	V Amount (D) 908 D	\$ 58.0133	127,778	I By family trusts ⁽²⁾
	06/23/2006		S ⁽¹⁾	V Amount (D) 414 D		127,364	I

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Common Stock	\$ 58.0011			By family trusts ⁽²⁾
Common Stock		24,551	I	By trusts for Spouse ⁽³⁾
Common Stock		2,546	I	By spouse ⁽³⁾

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SOMMERHAUSER PETER M 780 N. WATER STREET MILWAUKEE, WI 53202	X

Signatures

Peter M.
Sommerhauser
06/23/2006
**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) Sale made pursuant to Reporting Person's Rule 10b5-1 prearranged trading plan dated June 5, 2006.
- (2) Mr. Sommerhauser is not a trustee or beneficiary of any of the family trusts. He disclaims ownership of the trusts' shares for purposes of Section 16 of the Exchange Act and, accordingly, disclaims any obligation to report their transactions.
- (3) The filing of this report shall not be deemed an admission that Mr. Sommerhauser is the beneficial owner of the shares for purposes of Section 16 of the Securities Exchange Act of 1934.

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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