

WATSON STEPHEN E
Form 4
April 09, 2018

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 *
WATSON STEPHEN E

(Last) (First) (Middle)

N56 W17000 RIDGEWOOD
DRIVE

(Street)

MENOMONEE
FALLS, WI 53051-5660

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/05/2018

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/05/2018		S		4,587	D	\$ 66.35 (1)
Common Stock	04/05/2018		M		4,776	A	\$ 41.24
Common Stock	04/05/2018		S		4,776	D	\$ 66.49 (2)
Common Stock	04/05/2018		M		2,165	A	\$ 53.81

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Common Stock	04/05/2018	S	2,165	D	\$ (3) 66.44	12,213	D
Common Stock	04/05/2018	M	2,843	A	\$ 55.68	15,056	D
Common Stock	04/05/2018	S	2,843	D	\$ (4) 66.27	12,213	D
Common Stock	04/05/2018	M	3,969	A	\$ 48.66	16,182	D
Common Stock	04/05/2018	S	3,969	D	\$ (5) 66.29	12,213 (7)	D

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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 41.24	04/05/2018		M	4,776	05/14/2010 05/14/2019	Common Stock	4,776
Stock Option (Right to Buy)	\$ 53.81	04/05/2018		M	2,165	05/13/2011 05/13/2020	Common Stock	2,165
Stock Option (Right to Buy)	\$ 55.68	04/05/2018		M	2,843	05/12/2012 05/12/2021	Common Stock	2,843

Stock										
Option	\$ 48.66	04/05/2018		M	3,969	05/10/2013	05/10/2022	Common		3,969
(Right to								Stock		
Buy)										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATSON STEPHEN E N56 W17000 RIDGEWOOD DRIVE MENOMONEE FALLS, WI 53051-5660		X		

Signatures

(Jason J. Kelroy
P.O.A.) 04/09/2018

__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) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.20 to \$66.46, inclusive.
- (2) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.43 to \$66.61, inclusive.
- (3) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.33 to \$66.58, inclusive.
- (4) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.18 to \$66.34, inclusive.
- (5) The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.24 to \$66.39, inclusive.
- (6) In accordance with SEC rules, this number reflects only those shares remaining from this particular grant. It does not include any other securities that may be held, such as shares from other stock option grants.
- (7) Includes 2,861 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.

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