

KOHL S CORPORATION  
Form DEFA14A  
March 27, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the**

**Securities Exchange Act of 1934**

**(Amendment No. \_\_)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**KOHL S CORPORATION**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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**KOHL S CORPORATION**

**Shareholder Meeting to be held on 05/14/09**

**\*\* IMPORTANT NOTICE \*\***

**Proxy Materials Available**

**\_\_\_ Regarding the Availability of Proxy Materials**

2009 Notice and Proxy Statement

Annual Report on Form 10-K for Fiscal Year ended

January 31, 2009

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**PROXY MATERIALS - VIEW OR RECEIVE**

**You can choose to view the materials online or receive a paper or e-mail copy. There is NO charge for requesting a copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

**KOHL S CORPORATION**

**N56 W17000 RIDGEWOOD DRIVE**

**MENOMONEE FALLS, WI 53051**

**To facilitate timely delivery please make the request as instructed below on or before 04/30/09.**

**HOW TO VIEW MATERIALS VIA THE INTERNET**

Have the 12 Digit Control Number available and visit:

[www.proxyvote.com](http://www.proxyvote.com)

**HOW TO REQUEST A COPY OF MATERIALS**

1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)

2) BY TELEPHONE - 1-800-579-1639

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3) BY E-MAIL\* - sendmaterial@proxyvote.com

\*If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

*See the Reverse Side for Meeting Information and Instructions on How to Vote*

**Meeting Information**

Meeting Type: Annual  
Meeting Date: 05/14/09  
Meeting Time: 1:00 P.M., CDT  
For holders as of: 03/11/09

**Meeting Location:**

The Pilot House at Pier Wisconsin  
500 N. Harbor Drive  
Milwaukee, WI 53202

**How To Vote**

**Vote In Person**

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting, you will need to request a ballot to vote these shares.

**Vote By Internet**

To vote *now* by Internet, go to [WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM). Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your notice in hand when you access the web site and follow the instructions.

**Voting items**

**ITEM 1.** Election of Directors

**The Board of Directors Recommends a Vote**

**FOR All Nominees.**

**Nominees:**

1a. Peter Boneparth

**ITEM 2.** Ratify Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm.

1b. Steven A. Burd

1c. John F. Herma

**The Board of Directors Recommends a Vote FOR the Ratification of Ernst & Young LLP as independent Registered Public Accounting Firm.**

1d. Dale E. Jones

**ITEM 3.** Shareholder Proposal Regarding the Amendment of the Company's Articles of Incorporation.

1e. William S. Kellogg

1f. Kevin Mansell

**The Board of Directors Recommends a Vote AGAINST This Shareholder Proposal Regarding the Amendment of the Company's Articles of Incorporation.**

1g. R. Lawrence Montgomery

1h. Frank V. Sica

1i. Peter M. Sommerhauser

1j. Stephanie A. Streeter

1k. Stephen E. Watson