

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 11-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]

For the fiscal year ended January 29, 2000  
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OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-11084  
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A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Kohl's Department Stores, Inc. Employee Savings Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Kohl's Corporation  
N56 W17000 Ridgewood Drive  
Menomonee Falls, WI 53051

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REQUIRED INFORMATION  
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1. Not Applicable.
2. Not Applicable
3. Not Applicable
4. The Kohl's Department Stores, Inc. Employee Savings Plan (the Plan) is subject to the requirements of the Employee Retirement Income Security Act of 1974 ("ERISA"). Attached hereto is a copy of the most recent financial statements and schedules of the Plan prepared in accordance with the financial reporting requirements of ERISA.

Exhibits  
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24. Consent of Independent Auditors

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SIGNATURES  
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Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this annual

report to be signed by the undersigned thereunto duly authorized.

Kohl's Department Stores, Inc.  
Employee Savings Plan

Date: July 26, 2000  
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By: /s/Arlene Meier  
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Arlene Meier  
Administrative Committee Member

Financial Statements and Supplemental Schedule

Kohl's Department Stores, Inc. Savings Plan  
January 29, 2000 and January 30, 1999

Kohl's Department Stores, Inc.  
Savings Plan

Financial Statements  
and Supplemental Schedule

January 29, 2000 and January 30, 1999

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Report of Independent Auditors

Plan Administrator  
Kohl's Department Stores, Inc. Savings Plan

We have audited the accompanying statements of net assets available for benefits of Kohl's Department Stores, Inc. Savings Plan as of January 29, 2000 and January 30, 1999, and the related statements of changes in net assets available for benefits for the year ended January 29, 2000. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at January 29, 2000 and January 30, 1999, and the changes in its net assets available for benefits for the year ended January 29, 2000, in conformity with accounting principles generally accepted in the United States.

Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedule of assets held for investment purposes at end of year as of January 29, 2000, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The Fund Information in the statements of net assets available for benefits and the statement of changes in net assets available for benefits is presented for purposes of additional analysis rather than to present the net assets available for benefits and changes in net assets available for benefits of each fund. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, is fairly stated in material respects in relation to the basic financial statements taken as a whole.

June 23, 2000

ERNST & YOUNG LLP

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Kohl's Department Stores, Inc.  
Savings Plan

Statement of Net Assets Available for Benefits

	January 29 2000	January 30 1999
Cash	\$ 5,247	\$ -
Investments, at fair value	157,186,702	124,946,816
Total investments	157,191,949	124,946,816
Receivables:		
Interest and dividends	-	25,243
Company contribution	4,285,865	3,685,488
Participants' contribution	572,141	882,416
Total receivables	4,858,006	4,593,147
Total assets	162,049,955	129,539,963
Liabilities -		
Accrued purchases	-	44,161
Net assets available for benefits	\$162,049,955	\$129,495,802

See accompanying notes

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Kohl's Department Stores, Inc.  
Savings Plan

Statement of Changes in Net Assets Available for Benefits

Year ended January 29, 2000

Additions:  
Net realized and unrealized appreciation in fair value of

investments	\$ 7,602,765
Interest and dividend income	12,390,782
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Net investment income	19,993,547
Contributions:	
Company	6,300,618
Participants	12,969,940
Rollovers	2,784,808
	-----
Total contributions	22,055,366
	-----
Total additions	42,048,913
Deductions -	
Benefit and withdrawal payments	9,494,760
	-----
Increase in net assets available for benefits	32,554,153
Net assets available for benefits at beginning of year	129,495,802
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Net assets available for benefits at end of year	\$162,049,955
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See accompanying notes

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Kohl's Department Stores, Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

1. Description of Plan

The Kohl's Department Stores, Inc. Savings Plan (the Plan) is a defined-contribution plan covering all employees of Kohl's Department Stores, Inc. (the Company) with greater than 750 hours of service in any calendar year. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Participants should refer to the "Savings Plan Handbook" for a description of the Plan.

2. Summary of Significant Accounting Policies

Valuation of Investments

Investments in Kohl's Corporation common stock, the Putnam Voyager Fund, the Masterworks Balanced Portfolio Fund and the Putnam International Growth Fund are valued at fair value as established by quoted market prices. The Stable Value Fund and the Putnam Money Market Fund are valued at fair value based on the redemption prices established by Putnam Investments.

Investment Options

The Plan is intended to satisfy the requirements under Section 404(c) of ERISA and, therefore, provides that participants may choose to direct their contributions and/or all or part of their account balances among any of the Plan's eight investment alternatives quarterly.

Contributions

Contributions from the Company are accrued for in accordance with the terms of the Plan. Participant contributions are recorded in the period the Company makes corresponding payroll deductions.

Expenses

Expenses related to the administration of the Plan are paid by the Company.

Kohl's Department Stores, Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

2. Summary of Significant Accounting Policies (continued)

Reclassification

Certain amounts in the 1999 financial statement were reclassified to conform to the 2000 presentation.

Plan Year

The Plan's fiscal year ends on the Saturday closest to January 31.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts in the financial statements. Actual results could differ from those estimates.

3. Contributions and Benefit and Withdrawal Payments

Eligible participants may make voluntary tax-deferred contributions up to a total of 15% of their base compensation (as defined), subject to certain statutory limits. Participant contributions made with tax-deferred dollars under Section 401(k) of the Internal Revenue Code (IRC) are excluded from the participant's current wages for federal income tax purposes. No federal income tax is paid on the tax-deferred contributions and growth thereon until the participant withdraws them from the Plan. The participant's contribution rate may be adjusted at the discretion of the Plan Administrator if a reduced rate is necessary to maintain Section 401(k) benefits. The Company's matching contribution is equal to 33 1/3% of each participant's contribution, up to a maximum of 2% of the participant's base compensation. The Plan also provides for additional Company contributions based on the discretion of the Company's Board of Directors.

Kohl's Department Stores, Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

All voluntary contributions made by a participant are fully vested. The Company's matching and discretionary contribution is 100% vested after five years of credited service.

Upon termination, the nonvested portion of any participant account is forfeited. Forfeitures are applied to reduce Company contributions.

Kohl's Department Stores, Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

3. Contributions and Benefit and Withdrawal Payments (continued)

Retired participants' and total and permanently disabled participants' vested benefits are distributed, at the discretion of the participant, in a lump-sum payment or in periodic equal installments over a period not exceeding the lesser of ten years or the life expectancy of the participant. Terminated participants' and deceased participants' vested benefits are distributed in a lump-sum payment.

Participants may withdraw, at any time, upon substantial financial hardship (as defined), any portion of the balance in their account which is attributable to their voluntary tax-deferred contributions and earnings. Participants are prohibited from making contributions to the Plan for 12 months following receipt of a hardship withdrawal.

4. Investments

Investments that represent 5 percent or more of the Plan's net assets are as follows:

	January 29 2000	January 30 1999
-----		
William Blair Growth Fund	\$ --	\$46,673,952
Masterworks Balanced Portfolio	27,657,380	26,495,622
Stable Value Fund	--	13,398,240
Kohl's Corporation Common Stock	38,125,841	37,170,631
Putnam Money Market Fund*	16,568,125	--
Putnam Voyager Fund*	67,980,344	--

\*Indicates party in interest to the Plan.

Kohl's Department Store, Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

5. Differences Between Financial Statements and Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	January 29 2000	January 30 1999
-----		
Net assets available for benefits per the financial statements	\$162,049,955	\$129,495,802
Amounts allocated to withdrawn participants	-	(2,040,381)
-----		
Net assets available for benefits per the Form 5500	\$162,049,955	\$127,455,421
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The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500:

	Year ended January 29, 2000
-----	
Benefits paid to participants per the financial statements	\$ 9,494,760
Add: Amounts allocated on Form 5500 to withdrawn participants at January 29, 2000	-
Less: Amounts allocated on Form 5500 to withdrawn participants at January 30, 1999	(2,040,381)
-----	
Benefits paid to participants per the Form 5500	\$ 7,454,379
=====	

Amounts allocated to withdrawn participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to year-end but not yet paid.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the

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Kohl's Department Stores Inc.  
Savings Plan

Notes to Financial Statements

January 29, 2000

provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

7. Income Tax Status

The Internal Revenue Service ruled (March 12, 1998) that the Plan qualifies under Section 401(a) of the IRC and therefore, the related trust is not subject to tax under present income tax law. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Administrative Committee is not aware of any course of action or series of events that have occurred that might adversely affect the Plan's qualified status.

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Kohl's Department Stores Inc.  
Savings Plan  
Employer Identification Number 13-3357362  
Plan Number 002

Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes at  
End of Year

January 29, 2000

Identity of Issue, Borrower, Lessor or Similar Party	Number of Shares/Units	Current Value
-----		
Mutual Funds:		
Masterworks Balanced Portfolio	2,252,229	\$ 27,657,380
PIMCO Total Return Fund	51,487	504,569
Putnam Investors Fund*	99,135	1,781,463
Putnam Voyager Fund*	2,263,748	67,980,344
S&P 500	45,489	1,509,331
Putnam International Growth Fund*	108,230	3,059,649
Putnam Money Market Fund*	16,568,125	16,568,125
Kohl's Corporation Common Stock*	1,087,368	38,125,841
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		\$157,186,702
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\*Indicates party in interest to the Plan.

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CONSENT OF INDEPENDENT AUDITORS

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We consent to the incorporation by reference in the Registration Statement (Form S-8 No. 33-84558) pertaining to the Kohl's Department Stores, Inc. Savings Plan of our report dated June 23, 2000, with respect to the financial statements and schedule of the Kohl's Department Stores, Inc. Savings Plan included in this Annual report (Form 11-K) for the year ended January 29, 2000.

Milwaukee, Wisconsin  
July 24, 2000

ERNST & YOUNG LLP