**Statement of Changes in Beneficial Ownership**

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940**

1. **Name and Address of Reporting Person**
   - HENNINGTON CHRISTINA
   - 1000 NICOLLET MALL
   - MINNEAPOLIS MN 55403

2. **Issuer Name and Ticker or Trading Symbol**
   - TARGET CORP [TGT]

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 03/13/2020

4. **Individual or Joint/Group Filing (Check Applicable Line)**
   - **X** Form filed by One Reporting Person

5. **Transaction Details**

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
<th>Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>03/13/2020</td>
<td>V</td>
<td>368</td>
<td>$98.84</td>
<td>17,860 D</td>
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<tr>
<td>Common Stock</td>
<td>03/16/2020</td>
<td>F</td>
<td>294</td>
<td>$95.55</td>
<td>17,566 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td>F(1)</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Withholding of stock to satisfy tax withholding obligation on vesting of an award of restricted stock units pursuant to the Amended and Restated Target Corporation 2011 Long-Term Incentive Plan that were previously reported by the reporting person on January 23, 2020.
2. Shares held in the Target Corporation 401(k) Plan based on the plan statement as of January 15, 2020.

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

**Signature of Reporting Person**

Andrew J. Neuharth, Attorney-In-Fact

03/17/2020

**Note:** File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.