**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**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

   (Last) 1000 NICOLLET MALL

   (First) MINNEAPOLIS MN 55403

   (Middle) (City) (State) (Zip)

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

   TARGET CORP [ TGT ]

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

   06/23/2022

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

   06/27/2022

5. **Relationship of Reporting Person(s) to Issuer (Check all applicable)**

   X Director

   10% Owner

   Other (specify below)

   Executive Officer

6. **Individual or Joint/Group Filing (Check Applicable Line)**

   X Form filed by One Reporting Person

   Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 3)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Price** 26,205

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 3)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Compensation Units (2)</td>
<td>(5)</td>
<td>06/23/2022</td>
<td>(4)</td>
<td>3,405.762</td>
<td>(3)</td>
<td>(3)</td>
<td>3,405.762</td>
<td>$146.81</td>
<td>3,493.5152</td>
<td>Direct (D)</td>
<td>Indirect (I)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Includes dividend equivalents paid on performance-based restricted stock units since the date of the reporting person’s last filing through the date of the reported transaction that have been reinvested in additional performance-based restricted stock units.

2. Shares held in the Target Corporation 401(k) Plan based on the plan statement as of March 31, 2022.

3. Deferred compensation units are held under the Target Corporation Executive Deferred Compensation Plan (the “Plan”). Under the terms of the Plan, participants’ deferred compensation balances are indexed to various crediting rate alternatives, as chosen by them. The units reported relate to the Target common stock crediting rate alternative, and each unit is the economic equivalent of one share of Target common stock. The value of such units increases or decreases daily in accordance with an equivalent investment in the Target Stock Fund in the corporation’s 401(k) plan. Participants are generally free to transfer plan balances into other crediting rate alternatives at any time. The Plan balances represent unsecured general obligations of Target Corporation, and are payable solely in cash.

4. The transaction represents the reporting person’s discretionary acquisition of units of the Target common stock crediting rate alternative under the Plan referenced in footnote 1, and is the economic equivalent of the purchase of the same number of shares of Target common stock.

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David L. Donlin, Attorney-In-Fact 06/27/2022

**Signature of Reporting Person**

Date

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**Notes:**

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


** 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.