

TARGET CORP
Form DEFA14A
April 23, 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 X

Filed by a Party other than the Registrant O

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

Target 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:
 - (2) Aggregate number of securities to which transaction applies:
 - (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):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- 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:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:

The schedules below set forth revised participant information for Target Corporation.

**INFORMATION CONCERNING PARTICIPANTS
IN THE COMPANY'S SOLICITATION OF PROXIES**

The following tables (Directors and Nominees and Officers and Employees) set forth the name and business address of our directors and nominees, and the name, present principal occupation and business address of our officers and employees who, under the rules of the Securities and Exchange Commission, are considered to be participants in our solicitation of proxies from our shareholders in connection with our 2009 annual meeting of shareholders.

Directors and Nominees

The principal occupations of our directors and nominees who are considered participants in our solicitation are set forth under the section above titled Item One - Election of Directors of the definitive proxy statement filed by Target on April 21, 2009. The name and business addresses, and address of the organization of employment, of our directors and nominees are as follows:

| Name | Business Address |
|-----------------------|---|
| Roxanne S. Austin | c/o Target Corporation, 1000 Nicollet Mall, TPS-3255, Minneapolis, MN 55403 |
| Calvin Darden | c/o Target Corporation, 1000 Nicollet Mall, TPS-3255, Minneapolis, MN 55403 |
| Mary N. Dillon | McDonald's Corporation, 2915 Jorie Boulevard, Oak Brook, IL 60523 |
| James A. Johnson | Perseus, LLC, 2099 Pennsylvania Avenue NW, Suite 900, Washington, D.C. 20006 |
| Richard M. Kovacevich | Wells Fargo & Company, 420 Montgomery Street, A0101-121, San Francisco, CA 94104 |
| Mary E. Minnick | Lion Capital LLP, 21 Grosvenor Place, London SW1X 7HF United Kingdom |
| Anne M. Mulcahy | Xerox Corporation, 45 Glover Avenue, 6th Floor, P.O. Box 4505, Norwalk, CT 06856-4505 |
| Derica W. Rice | Eli Lilly and Company, 307 East McCarty, DC 1201, Indianapolis, IN 46285 |
| Stephen W. Sanger | Optimus Holdings, Ltd., 294 Grove Lane East, Suite 280, Wayzata, MN 55391 |
| Gregg W. Steinhafel | Target Corporation, 1000 Nicollet Mall, TPS-2655, Minneapolis, MN 55403 |
| George W. Tamke | Clayton, Dubilier & Rice, Inc., 375 Park Avenue, 18th Floor, New York, NY 10152 |
| Solomon D. Trujillo | Telstra Corporation Ltd., Level 40, 242 Exhibition Street, Melbourne VIC 3000 Australia |

Officers and Employees

The principal occupations of our executive officers and employees who are considered participants in our solicitation of proxies are set forth below. The principal occupation refers to such person's position with Target, and the business address for each person is Target Corporation, 1000 Nicollet Mall, Minneapolis, MN 55403.

| Name | Principal Occupation |
|-----------------------|---|
| Patricia Adams | Senior Vice President Merchandising, Apparel and Accessories |
| Stephanie S. Anderson | Director, Accounting and Analysis |
| Timothy R. Baer | Executive Vice President, General Counsel and Corporate Secretary |

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|------------------------|---|
| Robert Barnhart | Vice President Risk Target Financial Services |
| Lori A. Bonin | Vice President Stores Facilities Management |
| Meghan Brown | Director, Human Resources |
| John J. Butcher | Vice President Merchandising |
| Tom Butterfield | Vice President Target Technology Services |
| Timothy W. Curoe | Vice President Talent Acquisition |
| Shawn R. Gensch | Vice President Marketing |
| John Griffith | Executive Vice President Property Development |
| Corey L. Haaland | Vice President and Treasurer |
| Robert M. Harrison | Vice President Controller |
| Michael R. Hockenberry | Director, Merchandise Planning |

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| Name | Principal Occupation |
|--------------------------------|--|
| John R. Hulbert | Director, Investor Communications |
| Shelley Hyytinen | Vice President-MPSD |
| Beth M. Jacob | Senior Vice President-Target Technology Services and Chief Information Officer |
| Spencer W. Johnson | Vice President Guest Operations |
| Susan D. Kahn | Senior Vice President, Communications |
| Sean D. Kelly | Senior Group Counsel |
| David S. Lima | Senior Group Counsel |
| Michael J. Logan | Director, Civic Affairs |
| Stephanie Alice Jean Lundquist | Director, Talent Acquisition |
| Jeffrey S. Mader | Vice President IT Engineering |
| David Marquis | Director, Real Estate |
| Todd Marshall | Vice President Merchandise Marketing |
| Tracy A. Murphy | Director, Target Financial Services Business Systems |
| Joseph L. Nunez | Senior Group Counsel |
| Lissa E. Reitz | Director Communications |
| Lori A. Riley | Vice President Headquarters Operations and Team Member Services |
| Sara Justice Ross | Assistant Treasurer |
| Mark Schindele | Senior Vice President Merchandising Hardlines |
| Joseph H. Schultz | Director, In Store Marketing |
| Douglas A. Scovanner | Executive Vice President and Chief Financial Officer |
| Ann Scovil | Vice President Assurance |
| Robert A. Seng | Assistant General Counsel |
| Terri K. Simard | Vice President Law |
| Susan K. Smith | General Counsel Target Financial Services |
| Marcus J. Steadman | Vice President Construction |
| Gregg W. Steinhafel | Chairman of the Board, President and Chief Executive Officer |
| Mitchell L. Stover | Senior Vice President Distribution |
| Kathryn A. Tesija | Executive Vice President Merchandising |
| Kari L. Thompson | Director Communications |
| Michael J. Wahlig | Vice President Law |
| Laysha Ward | President, Community Relations and Foundation |
| Judith L. Werthausser | Vice President Headquarters Human Resources |
| Catharine R. Wright | Director Finance Goals and Forecasts |

Information Regarding Ownership of Target Securities by Participants

The number of shares of our common stock held by our directors and named executive officers as of March 20, 2009 is set forth under the Beneficial Ownership of Certain Shareholders section of the definitive proxy statement filed by Target on April 21, 2009. The following table sets forth the number of shares held as of March 20, 2009 by our other employees who are participants.

| Name | Shares of Common Stock Beneficially Owned |
|-----------------------|--|
| Patricia Adams | 123,582 shares, including 106,410 shares potentially issuable within 60 days |
| Stephanie S. Anderson | 2,938 shares, including 1,504 shares potentially issuable within 60 days |
| Robert Barnhart | 34,372 shares, including 34,265 shares potentially issuable within 60 days |
| Lori A. Bonin | 20,941 shares, including 19,781 shares potentially issuable within 60 days |
| Meghan Brown | 944 shares, including 694 shares potentially issuable within 60 days |
| John J. Butcher | 12,477 shares, including 11,794 shares potentially issuable within 60 days |
| Tom Butterfield | 5,915 shares, including 5,315 shares potentially issuable within 60 days |
| Timothy W. Curoe | 31,999 shares, including 31,302 shares potentially issuable within 60 days |
| Shawn R. Gensch | 28,808 shares, including 27,658 shares potentially issuable within 60 days |
| John Griffith | 357,448 shares, including 342,343 shares potentially issuable within 60 days |

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|--------------------|--|
| Corey L. Haaland | 60,785 shares, including 58,824 shares potentially issuable within 60 days |
| Robert M. Harrison | 5,095 shares, including 5,012 shares potentially issuable within 60 days |

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| Name | Shares of Common Stock Beneficially Owned |
|--------------------------------|--|
| Michael R. Hockenberry | 8,516 shares, including 7,066 shares potentially issuable within 60 days |
| John R. Hulbert | 1,914 shares, including 1,161 shares potentially issuable within 60 days |
| Shelley Hyytinen | 29,412 shares, including 24,482 shares potentially issuable within 60 days |
| Beth M. Jacob | 50,000 shares, including 48,156 shares potentially issuable within 60 days |
| Spencer W. Johnson | 47,286 shares, including 47,248 shares potentially issuable within 60 days |
| Sean D. Kelly | 2,112 shares, including 1,882 shares potentially issuable within 60 days |
| David S. Lima | 3,877 shares, including 3,204 shares potentially issuable within 60 days |
| Michael J. Logan | 2,917 shares, including 1,508 shares potentially issuable within 60 days |
| Stephanie Alice Jean Lundquist | 1,228 shares, including 470 shares potentially issuable within 60 days |
| Susan D. Kahn | 44,680 shares, including 32,212 shares potentially issuable within 60 days |
| Jeffrey S. Mader | 23,409 shares, including 20,280 shares potentially issuable within 60 days (1) |
| David Marquis | 39,528 shares, including 30,723 shares potentially issuable within 60 days |
| Todd Marshall | 13,079 shares, including 12,524 shares potentially issuable within 60 days |
| Tracy A. Murphy | 12,284 shares, including 8,805 shares potentially issuable within 60 days |
| Joseph L. Nunez | 2,816 shares, including 2,809 shares potentially issuable within 60 days |
| Lissa E. Reitz | 17,909 shares, including 16,412 shares potentially issuable within 60 days |
| Lori A. Riley | 19,939 shares, including 17,434 shares potentially issuable within 60 days |
| Sara Justice Ross | 37,363 shares, including 34,246 shares potentially issuable within 60 days |
| Mark Schindele | 20,667 shares, including 18,485 shares potentially issuable within 60 days |
| Joseph H. Schultz | 12,245 shares, including 9,424 shares potentially issuable within 60 days |
| Ann Scovil | 33,934 shares, including 30,713 shares potentially issuable within 60 days |
| Robert A. Seng | 734 shares, including 639 shares potentially issuable within 60 days |
| Terri K. Simard | 39,969 shares, including 37,010 shares potentially issuable within 60 days |
| Susan K. Smith | 27,868 shares, including 24,004 shares potentially issuable within 60 days |
| Marcus J. Steadman | 69,673 shares, including 63,923 shares potentially issuable within 60 days |
| Mitchell L. Stover | 122,515 shares, including 110,441 shares potentially issuable within 60 days |
| Kathryn A. Tesija | 97,006 shares, including 63,778 shares potentially issuable within 60 days |
| Kari L. Thompson | 4,921 shares, including 4,159 shares potentially issuable within 60 days |
| Michael J. Wahlig | 49,115 shares, including 38,363 shares potentially issuable within 60 days |
| Laysha Ward | 42,963 shares, including 40,827 shares potentially issuable within 60 days |
| Judith L. Werthausser | 1,391 shares, including 0 shares potentially issuable within 60 days |
| Catharine R. Wright | 16,344 shares, including 13,217 shares potentially issuable within 60 days |

(1) Includes 10,394 shares owned by his spouse, Judy Mader, which includes 8,178 shares potentially issuable within 60 days. Ms. Mader is an employee of Target and her business address is Target Corporation, 1000 Nicollet Mall, Minneapolis, MN 55403.

Shares of our common stock owned of record by each of our directors, named executive officers and other participants are beneficially owned by such person.

Information Regarding Transactions in Target Securities by Participants

The following table sets forth information regarding purchases and sales of our securities by each of the participants listed above under Directors and Nominees and Officers and Employees during the past two years. Unless otherwise indicated, all transactions were in the public market or pursuant to our equity compensation plans and none of the purchase price or market value of those shares is represented by funds borrowed or otherwise obtained for the purpose of acquiring or holding such securities.

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Shares of Common Stock Purchased or Sold (3/20/07 - 3/20/09)

| Name | Date | # of Shares | | Transaction Description |
|----------------|----------|-------------|-------------|-------------------------|
| Patricia Adams | 7/3/2007 | 17,924 | Acquisition | Stock option exercise |
| | 7/3/2007 | (17,924) | Disposition | Open market sale |

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| Name | Date | # of Shares | | Transaction Description |
|-----------------------|------------|-------------|-------------|--|
| | 1/9/2008 | (199) | Disposition | Transfer from Target stock fund in deferred compensation plan |
| | 9/3/2008 | 11,388 | Acquisition | Stock option exercise |
| | 9/3/2008 | (11,388) | Disposition | Open market sale |
| | 3/3/2009 | 1,946 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 3/12/2008 | 4,616 | Acquisition | Settlement of performance share unit award |
| | 3/12/2008 | (1,510) | Disposition | Surrender of shares for tax withholding |
| | 3/11/2009 | 142 | Acquisition | Settlement of performance share unit award |
| | 3/11/2009 | (47) | Disposition | Surrender of shares for tax withholding |
| | Various | 275 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 1,235 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Stephanie S. Anderson | 11/14/2008 | 17 | Acquisition | Transfer into Target stock fund under Target 401(k) |
| | Various | 421 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Roxanne S. Austin | 6/13/2007 | 1,189 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 1,440 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | 2,219 | Acquisition | Award of restricted stock units |
| | Various | 100 | Acquisition | Dividend equivalents for restricted stock units |
| Timothy R. Baer | 3/12/2008 | 17,044 | Acquisition | Settlement of 2005 performance share unit awards |
| | 3/12/2008 | (7,278) | Disposition | Surrender of shares for tax withholding |
| | 1/14/2009 | 17,752 | Acquisition | Award of restricted stock units |
| | 3/11/2009 | 567 | Acquisition | Settlement of 2006 performance share unit awards |
| | 3/11/2009 | (97) | Disposition | Surrender of shares for tax withholding |
| | 3/19/2009 | 24,050 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | Various | 357 | Acquisition | Dividend equivalents for restricted stock units |
| | Various | 583 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Robert Barnhart | 7/13/2007 | (850) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 10/10/2008 | (222) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 480 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Lori A. Bonin | 3/17/2008 | 3 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 3/17/2008 | (8) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 1 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 508 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Meghan Brown | 6/26/2008 | (209) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 394 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| John J. Butcher | Various | (1,451) | Disposition | Net effect of managed account transactions in Target stock fund under Target 401(k) |

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| Name | Date | # of Shares | Transaction | Description |
|--------------------|------------|-------------|-------------|--|
| | Various | 642 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Tom Butterfield | Various | 483 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Timothy W. Curoe | 6/22/2007 | 5,541 | Acquisition | Stock option exercise |
| | 6/22/2007 | (5,541) | Disposition | Open market sale |
| | 6/27/2007 | (1,343) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 530 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Calvin Darden | 6/13/2007 | 1,189 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 1,440 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | 2,219 | Acquisition | Award of restricted stock units |
| | Various | 100 | Acquisition | Dividend equivalents for restricted stock units |
| Mary N. Dillon | 9/12/2007 | 799 | Acquisition | Award of restricted stock units |
| | 1/9/2008 | 2,506 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 2,352 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | 7,249 | Acquisition | Award of restricted stock units |
| | Various | 143 | Acquisition | Dividend equivalents for restricted stock units |
| Shawn R. Gensch | Various | 529 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| | Various | 83 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| John Griffith | 7/6/2007 | 29,542 | Acquisition | Stock option exercise |
| | 7/6/2007 | (29,542) | Disposition | Open market sale |
| | 1/9/2008 | (6,864) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | 3/12/2008 | 19,176 | Acquisition | Settlement of performance share unit award |
| | 3/12/2008 | 17,044 | Acquisition | Settlement of performance share unit award |
| | 3/12/2008 | (7,278) | Disposition | Surrender of shares for tax withholding |
| | 3/25/2008 | (19,176) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | 1/14/2009 | 20,711 | Acquisition | Award of restricted stock units |
| | 3/11/2009 | 693 | Acquisition | Settlement of performance share unit award |
| | 3/11/2009 | (227) | Disposition | Surrender of shares for tax withholding |
| | Various | 656 | Acquisition | Dividend equivalents for restricted stock units |
| | Various | 1,374 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Corey L. Haaland | 6/20/2007 | 4,432 | Acquisition | Stock option exercise |
| | 6/20/2007 | (4,432) | Disposition | Open market sale |
| | Various | 552 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Robert M. Harrison | 3/20/2007 | (85) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 6/4/2007 | (90) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 10/19/2007 | (60) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 5/5/2008 | (7) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 9/9/2008 | (23) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 505 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| | Various | (243) | | |

Disposition Automatic rebalance of shares allocated to an individual account under the Target 401(k)

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| Name | Date | # of Shares | | Transaction Description |
|------------------------|------------|-------------|-------------|--|
| Michael R. Hockenberry | 3/13/2009 | 963 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |
| | Various | 478 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| John R. Hulbert | 6/4/2007 | (454) | Disposition | Open market sale |
| | Various | 480 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Shelley Hyytinen | 1/8/2009 | (747) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | Various | 592 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| | Various | 27 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| Beth M. Jacob | 6/20/2007 | 2,610 | Acquisition | Stock option exercise |
| | 6/20/2007 | (2,610) | Disposition | Open market sale |
| | 1/14/2009 | 13,314 | Acquisition | Award of restricted stock units |
| | 3/10/2009 | 81 | Acquisition | Dividend equivalents for restricted stock units |
| | Various | 308 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 801 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| James A. Johnson | 6/13/2007 | 2,141 | Acquisition | Award of restricted stock units |
| | 6/15/2007 | (6,000) | Disposition | Open market sale |
| | 2/27/2008 | 4,692 | Acquisition | Stock option exercise |
| | 2/27/2008 | (4,692) | Disposition | Open market sale |
| | 9/2/2008 | 5,694 | Acquisition | Stock option exercise |
| | 9/2/2008 | (5,694) | Disposition | Open market sale |
| | Various | 115 | Acquisition | Dividend equivalents for restricted stock units |
| Spencer W. Johnson | 5/30/2007 | (181) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 7/13/2007 | 4,413 | Acquisition | Stock option exercise |
| | 7/13/2007 | (4,413) | Disposition | Open market sale |
| | 12/17/2008 | (218) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 2/25/2009 | 5,851 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 2/25/2009 | (77) | Disposition | Transfer from Target stock fund under Target 401(k) |
| Susan D. Kahn | 7/13/2007 | 5,883 | Acquisition | Stock option exercise |
| | 7/13/2007 | (5,883) | Disposition | Open market sale |
| | 1/9/2008 | (586) | Disposition | Open market sale |
| | Various | 694 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 1,098 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Sean D. Kelly | 6/15/2007 | (158) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 7/9/2007 | (102) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 12/20/2007 | (31) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 11/19/2008 | 5 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |

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| Name | Date | # of Shares | | Transaction Description |
|--------------------------------|------------|-------------|-------------|--|
| | Various | (139) | Disposition | Automatic rebalance of shares allocated to an individual account under the Target 401(k) |
| | Various | 402 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Richard M. Kovacevich | 6/5/2007 | (4,000) | Disposition | Open market sale |
| | 6/13/2007 | 1,189 | Acquisition | Award of restricted stock units |
| | 6/15/2007 | (1,900) | Disposition | Open market sale |
| | 6/20/2007 | (2,100) | Disposition | Open market sale |
| | 7/12/2007 | (16,000) | Disposition | Open market sale |
| | 7/12/2007 | 8,864 | Acquisition | Stock option exercise |
| | 7/12/2007 | (4,295) | Disposition | Stock swap |
| | 6/11/2008 | 1,440 | Acquisition | Award of restricted stock units |
| | Various | 86 | Acquisition | Dividend equivalents for restricted stock units |
| David S. Lima | 7/12/2007 | (348) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 433 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Michael J. Logan | Various | 478 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Stephanie Alice Jean Lundquist | Various | 449 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Jeffrey S. Mader | Various | 522 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| David Marquis | 7/18/2007 | 4,432 | Acquisition | Stock option exercise |
| | 7/18/2007 | (4,432) | Disposition | Open market sale |
| | 11/30/2007 | (8,252) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 12/18/2008 | 8,580 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |
| | 1/8/2009 | (292) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | Various | 64 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | (240) | Disposition | Automatic rebalance of shares allocated to an individual account under the Target 401(k) |
| | Various | 836 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Todd Marshall | 6/26/2008 | 8 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |
| | Various | 535 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Mary E. Minnick | 6/13/2007 | 1,942 | Acquisition | Award of restricted stock units |
| | 1/9/2008 | 2,506 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 2,352 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | 7,249 | Acquisition | Award of restricted stock units |
| | Various | 336 | Acquisition | Dividend equivalents for restricted stock units |
| Anne M. Mulcahy | 6/13/2007 | 1,189 | Acquisition | Award of restricted stock units |
| | 1/9/2008 | (7,395) | Disposition | Scheduled distribution of deferred compensation under Rule 10b5-1 |
| | 6/11/2008 | 1,440 | Acquisition | Award of restricted stock units |
| | 1/8/2009 | (1,506) | Disposition | Scheduled distribution of deferred compensation under Rule 10b5-1 |

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| 1/14/2009 | 2,219 | Acquisition | Award of restricted stock units |
| Various | 2,147 | Acquisition | Regular deferral into Target stock fund of director deferred compensation plan account |

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| Name | Date | # of Shares | | Transaction Description |
|-------------------|------------|-------------|--|--|
| | Various | 100 | Acquisition | Dividend equivalents for restricted stock units |
| Tracy A. Murphy | Various | 181 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 503 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Joseph L. Nunez | 5/17/2007 | 759 | Acquisition | Stock option exercise |
| | 5/17/2007 | (759) | Disposition | Open market sale |
| | 7/9/2007 | (49) | Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 7/9/2007 | (371) | Disposition | Transfer from Target stock fund under the Target 401(k) |
| | 7/25/2007 | 49 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 7/25/2007 | 432 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |
| | 10/15/2007 | (49) | Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 10/15/2007 | (476) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 4/14/2008 | (92) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 10/15/2008 | 46 | Acquisition | Acquisition of shares allocated to an individual account under the Target 401(k) |
| | 12/29/2008 | (116) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 2/13/2009 | (18) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 2 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | (82) | Disposition | Automatic rebalance of shares allocated to an individual account under the Target 401(k) |
| Various | 368 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) | |
| Lissa E. Reitz | Various | 459 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Derica W. Rice | 9/12/2007 | 799 | Acquisition | Award of restricted stock units |
| | 1/9/2008 | 2,506 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 2,352 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | 7,249 | Acquisition | Award of restricted stock units |
| | Various | 143 | Acquisition | Dividend equivalents for restricted stock units |
| Lori A. Riley | 6/20/2007 | 5,392 | Acquisition | Stock option exercise |
| | 6/20/2007 | (5,392) | Disposition | Open market sale |
| | 1/9/2008 | (660) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | 6/19/2008 | (458) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 274 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 837 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Sara Justice Ross | 6/15/2007 | 4,432 | Acquisition | Stock option exercise |
| | 6/15/2007 | (4,432) | Disposition | Open market sale |
| | Various | 544 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Stephen W. Sanger | 7/9/2007 | 4,692 | Acquisition | Stock option exercise |

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| Name | Date | # of Shares | Transaction Description |
|----------------------|------------|-----------------------|--|
| | 7/9/2007 | (1,494) Disposition | Stock swap |
| | 1/9/2009 | 5,694 Acquisition | Stock option exercise |
| | 1/9/2009 | (4,179) Disposition | Stock swap |
| Mark Schindele | 4/5/2007 | 13,900 Acquisition | Stock option exercise |
| | 4/5/2007 | (13,900) Disposition | Open market sale |
| | 10/26/2007 | (78) Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 10/26/2007 | (208) Disposition | Transfer from Target stock fund under Target 401(k) |
| | 11/20/2007 | 1,980 Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 11/20/2007 | 1,103 Acquisition | Transfer into Target stock fund under Target 401(k) |
| | 11/27/2007 | (1,660) Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 11/27/2007 | (1,192) Disposition | Transfer from Target stock fund under Target 401(k) |
| | 6/9/2008 | 913 Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 6/9/2008 | 333 Acquisition | Transfer into Target stock fund under Target 401(k) |
| | 7/1/2008 | 862 Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 7/1/2008 | 488 Acquisition | Transfer into Target stock fund under Target 401(k) |
| | 10/10/2008 | 921 Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 10/10/2008 | 533 Acquisition | Transfer into Target stock fund under Target 401(k) |
| | Various | 233 Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 581 Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Joseph H. Schultz | 6/8/2007 | 650 Acquisition | Stock option exercise |
| | 6/8/2007 | (650) Disposition | Open market sale |
| | 11/19/2007 | (1,223) Disposition | Transfer from Target stock fund under Target 401(k) |
| | 8/29/2008 | (532) Disposition | Transfer from Target stock fund under Target 401(k) |
| | 9/11/2008 | 2,615 Acquisition | Stock option exercise |
| | 9/11/2008 | (2,615) Disposition | Open market sale |
| | Various | 140 Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 713 Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Douglas A. Scovanner | 6/5/2007 | 118,166 Acquisition | Stock option exercise |
| | 6/5/2007 | (118,166) Disposition | Open market sale |
| | 6/14/2007 | (22,400) Disposition | Open market sale |
| | 11/28/2007 | (34,869) Disposition | Transfer out of Target stock fund under deferred compensation plan account |
| | 3/12/2008 | 42,394 Acquisition | Settlement of 2004 performance share unit award |
| | 3/12/2008 | 34,086 Acquisition | Settlement of 2005 performance share unit award |
| | 3/12/2008 | (14,555) Disposition | Surrender of shares for tax withholding |

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| Name | Date | # of Shares | | Transaction Description |
|---------------------|------------|-------------|-------------|--|
| | 8/26/2008 | (42,477) | Disposition | Scheduled distribution of deferred compensation under Rule 10b5-1 |
| | 12/8/2008 | (5,531) | Disposition | Open market sale |
| | 1/14/2009 | 39,941 | Acquisition | Award of restricted stock units |
| | 3/11/2009 | 1,260 | Acquisition | Settlement of 2006 performance share unit award |
| | 3/11/2009 | (413) | Disposition | Surrender of shares for tax withholding |
| | Various | 1,867 | Acquisition | Dividend equivalents for restricted stock units |
| | Various | 893 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Ann Scovil | Various | 625 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Robert A. Seng | 9/4/2007 | 420 | Acquisition | Stock option exercise |
| | 9/4/2007 | (420) | Disposition | Open market sale |
| | 5/29/2007 | (115) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 2/28/2008 | (104) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 3/7/2008 | (7) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 8/27/2008 | (123) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 12/8/2008 | (65) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 481 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Terri K. Simard | 3/28/2007 | (559) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 530 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| | Various | 11 | Acquisition | Shares acquired under dividend reinvestment program |
| Susan K. Smith | 1/12/2009 | 1,898 | Acquisition | Stock option exercise |
| | 1/12/2009 | (1,898) | Disposition | Open market sale |
| | Various | 59 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 796 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Marcus J. Steadman | 10/10/2008 | 2,623 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 1/8/2009 | (2,091) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | Various | 628 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| | Various | 17 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| Gregg W. Steinhafel | 6/19/2007 | 121,000 | Acquisition | Stock option exercise |
| | 6/19/2007 | (121,000) | Disposition | Open market sale |
| | 6/20/2007 | 85,788 | Acquisition | Stock option exercise |
| | 6/20/2007 | (85,788) | Disposition | Open market sale |
| | 8/27/2007 | 115,019 | | |

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|----------|---------|-------------|---------------|--|
| 1/3/2008 | 151,074 | Acquisition | Transfer into | Target stock fund under deferred compensation plan account |
| | | Acquisition | Transfer into | Target stock fund under deferred compensation plan account |

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| Name | Date | # of Shares | | Transaction Description |
|--------------------|-----------|-------------|-------------|--|
| | 3/12/2008 | 23,962 | Acquisition | Settlement of 2004 performance share unit awards |
| | 3/12/2008 | 42,488 | Acquisition | Settlement of 2005 performance share unit awards |
| | 3/12/2008 | (18,143) | Disposition | Surrender of shares for tax withholding |
| | 1/14/2009 | 60,651 | Acquisition | Award of restricted stock units |
| | 1/14/2009 | (44,452) | Disposition | Scheduled distribution of deferred compensation under Rule 10b5-1 |
| | 3/11/2009 | 3,489 | Acquisition | Settlement of 2006 performance share unit award |
| | 3/11/2009 | (1,491) | Disposition | Surrender of shares for tax withholding |
| | 3/18/2009 | 150,000 | Acquisition | Open market purchase |
| | 3/18/2009 | 77,805 | Acquisition | Transfer into Target stock fund under Target 401(k) |
| | Various | 1,992 | Acquisition | Dividend equivalents for restricted stock units |
| | Various | 722 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Mitchell L. Stover | 6/1/2007 | (5,420) | Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 6/22/2007 | 17,726 | Acquisition | Stock option exercise |
| | 6/22/2007 | (18,726) | Disposition | Open market sale |
| | 3/12/2008 | 5,326 | Acquisition | Settlement of performance share unit award |
| | 3/12/2008 | (1,742) | Disposition | Surrender of shares for tax withholding |
| | 9/3/2008 | (1,000) | Disposition | Open market sale |
| | 10/6/2008 | 10,977 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 3/11/2009 | 142 | Acquisition | Settlement of performance share unit award |
| | 3/11/2009 | (61) | Disposition | Surrender of shares for tax withholding |
| | Various | 129 | Acquisition | Periodic acquisitions in Target stock fund under deferred compensation plan account |
| | Various | 736 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| George W. Tamke | 6/13/2007 | 1,189 | Acquisition | Award of restricted stock units |
| | 6/11/2008 | 1,440 | Acquisition | Award of restricted stock units |
| | Various | 86 | Acquisition | Dividend equivalents for restricted stock units |
| Kathryn A. Tesija | 6/8/2007 | (23,389) | Disposition | Transfer from Target stock fund under deferred compensation plan account |
| | 6/8/2007 | (7,412) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | 7/13/2007 | 72,948 | Acquisition | Stock option exercise |
| | 7/13/2007 | (72,948) | Disposition | Open market sale |
| | 10/4/2007 | 11,718 | Acquisition | Stock option exercise |
| | 10/4/2007 | (6,077) | Disposition | Stock swap |
| | 3/12/2008 | 5,326 | Acquisition | Settlement of performance share unit award |
| | 3/12/2008 | (1,753) | Disposition | Surrender of shares for tax withholding |
| | 4/21/2008 | 12,343 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 1/14/2009 | 22,190 | Acquisition | Award of restricted stock units |
| | 1/15/2009 | (16,569) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | 3/10/2009 | 134 | Acquisition | Dividend equivalents for restricted stock units |
| | 3/11/2009 | 148 | Acquisition | Receipt of deferred share units in settlement of a performance share unit award |
| | 3/11/2009 | 4 | Acquisition | Settlement of performance share unit award |
| | 3/11/2009 | (4) | Disposition | Surrender of shares for tax withholding |

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| Name | Date | # of Shares | | Transaction Description |
|-----------------------|------------|-------------|-------------|--|
| | Various | 7,117 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | Various | 875 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Kari L. Thompson | 5/12/2008 | (358) | Disposition | Transfer from Target stock fund under Target 401(k) |
| | Various | 487 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Solomon D. Trujillo | 12/21/2007 | 4,692 | Acquisition | Stock option exercise |
| | 12/19/2008 | 5,694 | Acquisition | Stock option exercise |
| | 12/19/2008 | (4,322) | Disposition | Stock swap |
| | 1/14/2009 | 2,219 | Acquisition | Award of restricted stock units |
| | Various | 52 | Acquisition | Dividend equivalents for restricted stock units |
| Michael J. Wahlig | 6/5/2007 | 4,746 | Acquisition | Stock option exercise |
| | 6/5/2007 | (4,746) | Disposition | Open market sale |
| | 6/26/2008 | 4,416 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 10/13/2008 | 5,222 | Acquisition | Transfer into Target stock fund under deferred compensation plan account |
| | 1/8/2009 | (7,613) | Disposition | Scheduled distribution from Target stock fund under deferred compensation plan account |
| | Various | 76 | Acquisition | Dividend equivalents on Target stock fund under deferred compensation plan account |
| | Various | 1,498 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Laysha Ward | Various | 543 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Judith L. Werthausser | Various | 245 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |
| Catharine R. Wright | Various | 390 | Acquisition | Periodic acquisitions of shares allocated to an individual account under the Target 401(k) |

Miscellaneous Information Concerning Participants

Other than as set forth in these schedules or the definitive proxy statement filed by Target on April 21, 2009, none of the participants or their associates (i) beneficially owns, directly or indirectly, any shares or other securities of Target or any of our subsidiaries or (ii) has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon at the annual meeting. In addition, except as set forth below, neither we nor any of the participants listed above has been within the past year a party to any contract, arrangement or understanding with any person with respect to any of our securities, including, but not limited to, joint ventures, loan or option arrangements, puts or calls, guarantees against loss or guarantees of profit, division of losses or profits or the giving or withholding of proxies. As described in more detail in Notes 24 and 26 to our consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended January 31, 2009, we are a party to certain prepaid forward contracts and we were a party to certain call options pursuant to which we have repurchased shares of our common stock.

Other than as set forth in these schedules or the definitive proxy statement filed by Target on April 21, 2009, neither we nor any of the participants listed above or any of their associates have or will have (i) any arrangements or understandings with any person with respect to any

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future employment by us or our affiliates or with respect to any future transactions to which we or any of our affiliates will or may be a party or (ii) a direct or indirect material interest in any transaction or series of similar transactions since the beginning of our last fiscal year or any currently proposed transactions, or series of similar transactions, to which we or any of our subsidiaries was or is to be a party in which the amount involved exceeds \$120,000.

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