

TARGET CORP  
Form 8-K  
January 13, 2011

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

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) January 12, 2011

**Target Corporation**

(Exact name of registrant as specified in its charter)

**Minnesota**  
(State or other jurisdiction of incorporation)

**1-6049**  
(Commission File Number)

**41-0215170**  
(I.R.S. Employer Identification No.)

**1000 Nicollet Mall, Minneapolis, Minnesota 55403**

(Address of principal executive offices, including zip code)

**(612) 304-6073**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 1.01.      Entry into a Material Definitive Agreement.**

On January 12, 2011, Target Corporation and Target Canada Co., a wholly-owned subsidiary of Target Corporation, entered into a Transaction Agreement with Zellers Inc. and Hudson's Bay Company. The terms of the agreement are described in the press release attached hereto as Exhibit 99.

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**Item 9.01**      **Financial Statements and Exhibits**

(d)      Exhibits

(99)      Target Corporation's News Release dated January 13, 2011.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**TARGET CORPORATION**

Date: January 13, 2011

/s/ Timothy R. Baer  
Timothy R. Baer  
Executive Vice President, General Counsel and  
Corporate Secretary

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**EXHIBIT INDEX**

<b><u>Exhibit</u></b>	<b><u>Description</u></b>	<b><u>Method of Filing</u></b>
(99).	Target Corporation's News Release dated January 13, 2011.	Filed Electronically

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