FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPRO | DVAL |
|------------------------|---------------------------------------|
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* CRISP CHARLES R | | | | | 2. Issuer Name and Ticker or Trading Symbol Targa Resources Corp. [TRGP] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|---|---|---|--|---|---|--|---|--|--|---|---|--|---|--|--|--|--|
| (Last) (First) (Middle) 1000 LOUISIANA, SUITE 4300 | | | | | | | st Trans | action (M | onth/[| Day/Year) | | C | | | 10% Owner Other (specify below) | | | |
| | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Apline) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | | | on | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| Date | | | | | ar) li | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (| Transaction Disposed Code (Instr. 5) | | | | | nd Se Be Ov | curities neficially ned Following | Fo (D) | rm: Direct) or Indirect | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | Code | v | Amount | | (A) or (D) | Price | ੑ Tra | nsaction(s) | | | (Instr. 4) |
| Common Stock | | | | | 5/2015 | | | A | | 977 | A \$0. | | .00 | 130,943 | | D | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | |
| 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution if any | vecution Date, 1 (2) (2) (2) (3) (3) (4) (4) (4) (4) (4) (4) (4) (4) (4) (4 | | Transaction Code (Instr. 8) | | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration Date Month/Day/Year) Date Expiration | | | Amoun or Numbe of | | Derivati Security | derivative Securities Beneficiall Owned Following Reported | у | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | CHARLE (Fin UISIANA, ON T) (St Security (Inst Conversion or Exercise Price of Derivative | CHARLES R (First) (I UISIANA, SUITE 4300 ON TX 7 (State) (I Table Security (Instr. 3) Stock Table Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year) | CHARLES R (First) (Middle) UISIANA, SUITE 4300 ON TX 77002 (State) (Zip) Table I - Nor Security (Instr. 3) Stock Table II - L (I) Conversion or Exercise Price of Derivative (Month/Day/Year) Or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) | CHARLES R (First) (Middle) UISIANA, SUITE 4300 ON TX 77002 (State) (Zip) Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year) I CONVERSION Date (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) ON TX 77002 2. Trans Date (Month/Day/Year) 3. 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If Amelian Conversion Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls) 4. Transaction Code (Instr. 8) 2. Transaction Date (Month/Day/Year) And Code (Instr. 8) | CHARLES R (First) (Middle) UISIANA, SUITE 4300 Table I - Non-Derivative Securities (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 3. Date of Earlies 01/15/2015 4. If Amendment 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. 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(A) and 5) | CHARLES R (First) (Middle) UISIANA, SUITE 4300 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 a grant of Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 a grant of Date (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 4) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) A POTA A \$0. Amount Or Number (Month/Day/Year) Amount or Number (A) or Disposed of (D) (Instr. 3, 4 and 5) | Targa Resources Corp. [TRGP] (First) (Middle) UISIANA, SUITE 4300 A. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Description of Exercise Price of Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Disposed of (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Disposed of (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Disposed of (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Disposed of (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (Price of Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (Instr. 3) | Targa Resources Corp. [TRGP] (Check all applicable) X Director Officer (give title below) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) (Nonth/Day/Year) (Nonth/Day/Year) (Stock Disposed of, or Beneficially Owned 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Check all applicable) X Director Officer (give title below) A lif Amendment, Date of Original Filed (Month/Day/Year) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (Check all applicable) X Director Officer (give title below) (Month/Day/Year) (A) or Code (Instr. 4) (Month/Day/Year) (Month/Day | CHARLES R (First) (Middle) UISIANA, SUITE 4300 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. 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Explanation of Responses:

Remarks:

01/20/2015 /s/ Charles R. Crisp

** Signature of Reporting Person

Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.