

Sweetenham Paul
Form 4
September 09, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sweetenham Paul

2. Issuer Name and Ticker or Trading Symbol
TJX COMPANIES INC /DE/ [TJX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

TK MAXX, 50 CLARENDON ROAD

09/07/2011

SEVP, Group President, Europe

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WATFORD
HERTFORDSHIRE, X0 WD17 1TX

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 09/09/2011 | | M | | | 10,270 | A | \$ 35.03 | 84,638 | D | |
| Common Stock | 09/09/2011 | | M | | | 10,538 | A | \$ 41.13 | 95,176 | D | |
| Common Stock | 09/09/2011 | | S | | | 10,270 | D | \$ 52.2614 | 84,906 | D | |
| Common Stock | 09/09/2011 | | S | | | 10,538 | D | \$ 52.2614 | 74,368 | D | |
| Common Stock | 09/09/2011 | | S | | | 4,368 | D | \$ 52.4142 | 70,000 | D | |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|-----------------|--------------|---------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of |
| Option <u>(1)</u> | \$ 41.13 | 09/09/2011 | | M | | 10,538 | | 09/09/2011 | 09/09/2020 | Common Stock | 1 |
| Option <u>(1)</u> | \$ 35.03 | 09/09/2011 | | M | | 10,270 | | 09/08/2009 | 09/08/2018 | Common Stock | 1 |
| Option <u>(1)</u> | \$ 53.11 | 09/07/2011 | | J ⁽²⁾ | 24,480 | | | 09/07/2012 ⁽³⁾ | 09/07/2021 | Common Stock | 2 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Sweetenham Paul
TK MAXX
50 CLARENDON ROAD
WATFORD HERTFORDSHIRE, X0 WD17 1TX

SEVP, Group President, Europe

Signatures

Mary B. Reynolds, by Power of Attorney dated February 5, 2007

09/09/2011

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Right to buy. Includes right to have shares withheld to satisfy tax withholding obligations upon exercise.
- (2) Award pursuant to the Company's Stock Incentive Plan which includes the right to have shares withheld to satisfy tax withholding obligations upon exercise.
- (3) Granted pursuant to the 1986 Stock Incentive Plan and exercisable in annual installments of 33.3% per year beginning on September 7, 2012.

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