

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D. C. 20549

/X/ Quarterly Report Under Section 13 and 15(d)  
of the Securities Exchange Act of 1934  
or  
/ / Transition Report Pursuant to Section 13 and 15(d)  
of the Securities Exchange Act of 1934

For Quarter Ended July 30, 1994  
Commission file number 1-4908

The TJX Companies, Inc.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction of  
incorporation or organization)

04-2207613  
(I.R.S. Employer  
Identification No.)

770 Cochituate Road  
Framingham, Massachusetts  
(Address of principal executive offices)

01701  
(Zip Code)

(508)390-1000  
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X . No .

The number of shares of Registrant's common stock outstanding as of August 27, 1994: 73,466,277

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PART I FINANCIAL INFORMATION  
THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES  
STATEMENTS OF INCOME  
(UNAUDITED)  
DOLLARS IN THOUSANDS EXCEPT PER SHARE AMOUNTS

	Thirteen Weeks Ended	
	July 30, 1994	July 31, 1993
Net sales	\$866,689	\$841,054
Cost of sales, including buying and occupancy costs	656,589	636,504
Selling, general and administrative expenses	172,005	156,088
Interest on debt and capital leases	5,724	5,035
Income before income taxes	32,371	43,427
Provision for income taxes	13,575	17,442
Net income	18,796	25,985

Preferred stock dividends	1,789	1,789
Net income available to common shareholders	\$ 17,007	\$ 24,196

Primary and fully diluted earnings per common share:

Net income	\$ .23	\$ .33
Cash dividends per common share	\$ .14	\$ .125

The accompanying notes are an integral part of the financial statements.

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PART I FINANCIAL INFORMATION  
THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES  
STATEMENTS OF INCOME  
(UNAUDITED)  
DOLLARS IN THOUSANDS EXCEPT PER SHARE AMOUNTS

	Twenty-Six Weeks Ended	
	July 30, 1994	July 31, 1993
Net sales	\$1,718,425	\$1,626,691
Cost of sales, including buying and occupancy costs	1,292,303	1,221,910
Selling, general and administrative expenses	349,614	314,019
Interest on debt and capital leases	11,203	9,781
Income before income taxes and cumulative effect of accounting changes	65,305	80,981
Provision for income taxes	27,140	32,339
Income before cumulative effect of accounting changes	38,165	48,642
Cumulative effect of accounting changes	-	(2,667)
Net income	38,165	45,975
Preferred stock dividends	3,578	3,578
Net income available to common shareholders	\$ 34,587	\$ 42,397

Primary and fully diluted earnings per common share:

Income before cumulative effect of accounting changes	\$ .47	\$ .61
Cumulative effect of accounting changes	-	(.04)
Net income	\$ .47	\$ .57
Cash dividends per common share	\$ .28	\$ .25

The accompanying notes are an integral part of the financial statements.

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THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES  
BALANCE SHEETS  
(UNAUDITED)  
IN THOUSANDS

ASSETS	July 30, 1994	January 29, 1994	July 31, 1993
Current assets:			
Cash and cash equivalents	\$ 20,605	\$ 58,102	\$ 17,792
Accounts receivable	38,505	30,639	32,001
Merchandise inventories	963,343	772,324	911,948
Prepaid expenses	22,675	20,791	21,656
Total current assets	1,045,128	881,856	983,397
Property, at cost:			
Land and buildings	113,774	110,793	103,201
Leasehold costs and improvements	277,888	256,929	237,373
Furniture, fixtures and equipment	422,359	398,106	369,484
	814,021	765,828	710,058
Less accumulated depreciation	356,056	326,685	307,316
	457,965	439,143	402,742
Other assets	13,872	13,744	9,641
Goodwill, net of amortization	91,224	92,627	94,001
<b>TOTAL ASSETS</b>	<b>\$1,608,189</b>	<b>\$1,427,370</b>	<b>\$1,489,781</b>
LIABILITIES			
Current liabilities:			
Short-term debt	\$ 94,000	\$ -	\$ 97,000
Current installments of long-term debt	6,119	5,936	5,403
Accounts payable	423,818	340,578	409,755
Accrued expenses and other current liabilities	241,755	245,139	233,029
Total current liabilities	765,692	591,653	745,187
Long-term debt exclusive of current installments:			
Real estate mortgages	40,446	42,823	45,089
Equipment notes	5,303	6,031	6,776
General corporate debt	161,830	162,000	125,000
Deferred income taxes	29,985	33,963	36,411
SHAREHOLDERS' EQUITY			
Preferred stock at face value, authorized 5,000,000 shares, par value \$1, issued and outstanding cumulative convertible stock of:			
- 250,000 shares of 8% Series A	25,000	25,000	25,000
- 1,650,000 shares of 6.25% Series C	82,500	82,500	82,500
Common stock, par value \$1, authorized 150,000,000 shares, issued and outstanding 73,459,528, 73,430,615 and 73,367,055 shares	73,460	73,431	73,367
Additional paid-in capital	285,463	284,744	281,719
Retained earnings	138,510	125,225	68,732
Total shareholders' equity	604,933	590,900	531,318
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>\$1,608,189</b>	<b>\$1,427,370</b>	<b>\$1,489,781</b>

The accompanying notes are an integral part of the financial statements.

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 THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES  
 STATEMENTS OF CASH FLOWS  
 (UNAUDITED)  
 IN THOUSANDS

	Twenty-Six Weeks Ended	
	July 30, 1994	July 31, 1993
Cash flows from operating activities:		
Income before cumulative effect of accounting changes	\$ 38,165	\$ 48,642
Adjustments to reconcile income before cumulative effect of accounting changes to net cash (used in) operating activities:		
Depreciation and amortization	36,575	32,725
Loss on property disposals	3,207	682
Other	(196)	(840)
Changes in assets and liabilities:		
(Increase) in accounts receivable	(7,866)	(7,880)
(Increase) in merchandise inventories	(191,019)	(239,594)
(Increase) in prepaid expenses	(1,884)	(3,763)
Increase in accounts payable	83,240	83,977
(Decrease) in accrued expenses and other current liabilities	(3,384)	(22,818)
(Decrease) in deferred income taxes	(3,978)	(552)
Net cash (used in) operating activities	(47,140)	(109,421)
Cash flows from investing activities:		
Property additions	(56,936)	(55,171)
Cash flows from financing activities:		
Proceeds from borrowings of short-term debt	94,000	97,000
Principal payments on long-term debt	(3,092)	(1,723)
Proceeds from sale and issuance of common stock, net	551	2,321
Cash dividends	(24,880)	(21,905)
Net cash provided by financing activities	66,579	75,693
Net (decrease) in cash and cash equivalents	(37,497)	(88,899)
Cash and cash equivalents at beginning of year	58,102	106,691
Cash and cash equivalents at end of period	\$ 20,605	\$ 17,792

The accompanying notes are an integral part of the financial statements.

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS  
 OF OPERATIONS AND FINANCIAL CONDITION

Thirteen Weeks (Second Quarter) and Twenty-Six Weeks Ended July 30, 1994  
 Versus Thirteen Weeks and Twenty-Six Weeks Ended July 31, 1993

Net sales for the second quarter increased 3% to \$866.7 million up from \$841.1 million last year. For the six months, net sales increased 6% to \$1,718.4 million up from \$1,626.7 million for the same period last year. The increase in sales for both periods is attributable to new stores. Same store sales for the second quarter decreased by 1% and 9% for T.J. Maxx and Hit or Miss, respectively, and increased by 10% for Winners. For the six months, same store sales were flat for T.J. Maxx, decreased 5% for Hit or Miss and increased 11% for Winners. In general, sales comparisons are impacted by a general softness, industrywide, in apparel sales. Chadwick's sales decreased by 10% and 2% for the second quarter and six months, respectively. During the second quarter, demand for certain items in the summer catalog exceeded expectations and, therefore, Chadwick's was unable to achieve its desired fulfillment rates. Chadwick's year-to-date results also reflect a poor performance by the spring catalog.

Net income for the second quarter was \$18.8 million, or \$.23 per common share versus last year's \$26.0 million, or \$.33 per common share. For the six months, net income was \$38.2 million, or \$.47 per common share versus \$48.6 million, or \$.61 per common share before the cumulative effect of accounting changes of \$2.7 million recorded in that period. Net income in the prior period, after the one-time charge for accounting changes, was \$46.0 million, or \$.57 per common share.

The following table sets forth operating results expressed as a percentage

of net sales:

	Percentage of Net Sales			
	13 Weeks Ended		26 Weeks Ended	
	7/30/94	7/31/93	7/30/94	7/31/93
Net sales	100.0%	100.0%	100.0%	100.0%
Cost of sales, including buying and occupancy costs	75.8	75.7	75.2	75.1
Selling, general and administrative expenses	19.8	18.5	20.3	19.3
Interest on debt and capital leases	.7	.6	.7	.6
Income before income taxes and cumulative effect of accounting changes	3.7%	5.2%	3.8%	5.0%

Consolidated cost of sales, including buying and occupancy costs, as a percentage of net sales remained fairly constant in both periods as compared to last year.

Selling, general and administrative expenses as a percentage of net sales increased in both periods, which reflects the weak sales performance of apparel in the U.S. divisions. In addition, this percentage is impacted by the net operating results of T.K. Maxx, the Company's start-up United Kingdom venture.

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The following table sets forth the operating results of the Company's major business segments: (unaudited)

(In Thousands)

	Thirteen Weeks Ended		Twenty-Six Weeks Ended	
	July 30, 1994	July 31, 1993	July 30, 1994	July 31, 1993
Net sales:				
Off-price family apparel stores	\$689,849	\$649,423	\$1,343,277	\$1,243,163
Off-price women's specialty stores	91,449	96,493	180,925	184,789
Off-price catalog operation	85,391	95,138	194,223	198,739
	\$866,689	\$841,054	\$1,718,425	\$1,626,691
Operating income (loss):				
Off-price family apparel stores	\$ 46,924	\$ 45,451	\$ 93,603	\$ 88,198
Off-price women's specialty stores	(1,171)	3,603	(928)	3,726
Off-price catalog operation	4,111	7,112	5,083	13,595
	49,864	56,166	97,758	105,519
General corporate expense*	11,115	7,050	19,943	13,448
Goodwill amortization	654	654	1,307	1,309
Interest expense	5,724	5,035	11,203	9,781
Income before income taxes and cumulative effect of accounting changes	\$ 32,371	\$ 43,427	\$ 65,305	\$ 80,981

\* The periods ended July 31, 1993 include the net operating results of HomeGoods and Value Mart. The periods ended July 30, 1994 include the operating results of HomeGoods and T.K. Maxx. In addition, the 26 weeks ended July 30, 1994 include a reserve for the closing of the Value Mart operation.

The off-price family apparel stores segment, T.J. Maxx and Winners, recorded an increase of 3% and 6% in operating profit in the second quarter and six months, respectively. Hit or Miss, which has a narrower merchandise mix, was more directly impacted by the softness in apparel sales and recorded a decrease in operating profit in both periods. Chadwick's of Boston experienced a decrease in operating income for both periods. Demand for certain items in the summer catalog outpaced expectations, impacting desired fulfillment rates and ultimately second quarter operating income. In addition, the year-to-date results reflect a poor performance of the spring catalogs.

Stores in operation at the end of the period are as follows:

	July 30, 1994	July 31, 1993
T.J. Maxx	520	489
Hit or Miss	504	496
Winners	29	21
HomeGoods	10	6
T.K. Maxx	2	-

#### Financial Condition

Cash flows from operating and financing activities for the six months reflect increases in inventory, accounts payable, and short-term borrowings, which are primarily due to normal seasonal requirements. In addition for the period ended July 31, 1993, cash flows were impacted by an increase in income taxes paid due to the Ames cash settlement received in December 1992.

During the second quarter, the Company increased its unsecured committed short-term credit lines to \$300 million. These lines, when needed, are drawn upon or used as backup to the Company's commercial paper program. The Company believes that internally generated funds along with its ability to access external financing sources, will meet its needs.

The Company has available reserves for lease and other contingent liabilities associated with the 1988 sale of the Company's former Zayre Stores division to Ames Department Stores, Inc. and the Company believes that these reserves should be adequate to cover all reasonably expected liabilities that it may incur as a result of the Ames bankruptcy. On December 30, 1992, Ames emerged from bankruptcy pursuant to a plan of reorganization.

On August 16, 1994, the Company announced a repurchase program of up to \$100 million of the Company's common stock. At current market prices, this would represent approximately 6-7% of the Company's outstanding common stock. The repurchase of these shares would be accomplished over time through open market purchases or through other transactions.

#### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- The results for the first six months are not necessarily indicative of results for the full fiscal year, because the Company's business, in common with the businesses of retailers generally, is subject to seasonal influences, with higher levels of sales and income generally realized in the second half of the year.
- The preceding data are unaudited and reflect all normal recurring adjustments, the use of retail statistics, and accruals and deferrals among periods required to match costs properly with the related revenue or activity, considered necessary by the Company for a fair presentation of its financial statements for the periods reported, all in accordance with generally accepted accounting principles and practices consistently applied.
- The Company has available reserves for lease and other contingent liabilities associated with the 1988 sale of the Company's former Zayre Stores division to Ames Department Stores, Inc. and the Company believes that these reserves should be adequate to cover all reasonably expected liabilities that it may incur as a result of the Ames bankruptcy. On December 30, 1992, Ames emerged from bankruptcy pursuant to a plan of reorganization.
- The Company's cash payments for interest expense and income taxes are as follows: (in thousands)

Twenty-Six Weeks Ended	
July 30,	July 31,

	1994	1993
Cash paid for:		
Interest on debt and capital leases	\$11,229	\$ 9,340
Income taxes	33,882	44,951

5. Effective January 31, 1993, the Company adopted the provisions of Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" (SFAS No. 109). SFAS No. 109 requires the adjustment of deferred tax assets and liabilities to reflect the effect of enacted changes in tax laws or rates. In connection with the adoption of SFAS No. 109, the Company recorded as a cumulative effect of an accounting change, a gain of \$3,478,000, or \$.05 per share, which represents the net decrease to the net deferred tax liability as of January 31, 1993.
6. Effective January 31, 1993, the Company also adopted the Statement of Financial Accounting Standards No. 106 "Employers' Accounting for Postretirement Benefits Other Than Pensions." This standard requires accrual for the cost of postretirement health care and life insurance benefits during the years that an employee provides services to the Company. The Company has elected to recognize the transition obligation in full as of January 31, 1993, and accordingly has recorded a one-time implementation charge of \$6,145,000, net of a tax benefit of \$3,937,000, as a cumulative effect of an accounting change. The Company's cash flows are not impacted by the new accounting.
7. On August 16, 1994, the Company authorized the repurchase of up to \$100 million of TJX common stock. At current prices, this would represent approximately 6-7% of the Company's outstanding common stock. The repurchase of these shares would be accomplished over time through open market purchases or through other transactions.

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PART II. Other Information

Item 4. Submission of Matters to a Vote of Security Holders

Information with respect to matters voted on at the Company's Annual Meeting of Stockholders on June 7, 1994 (during the period covered by this report) was provided in the Company's Quarterly Report on Form 10-Q for the quarter ended April 30, 1994.

Item 6. Exhibits and Reports on Form 8-K

- (a) Exhibit 11 - Statement re Computation of Per Share Earnings
- (b) The Company did not file any reports on Form 8-K with the Securities and Exchange Commission during the quarter ended July 30, 1994.

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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.

THE TJX COMPANIES, INC.  
(Registrant)

Date: August 31, 1994

/s/ Donald G. Campbell  
Donald G. Campbell, Senior Vice  
President - Finance, on behalf  
of The TJX Companies, Inc. and as  
Principal Financial and Accounting  
Officer of The TJX Companies, Inc.



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COMPUTATION OF NET INCOME PER COMMON SHARE  
(UNAUDITED)  
DOLLARS IN THOUSANDS

	Thirteen Weeks Ended		Twenty-Six Weeks Ended	
	July 30, 1994	July 31, 1993	July 30, 1994	July 31, 1993
The computation of net income available and adjusted shares outstanding follows:				
Net income	\$18,796	\$25,985	\$38,165	\$45,975
Less:				
Preferred stock dividends	(1,789)	(1,789)	(3,578)	(3,578)
Net income used for primary and fully diluted computation	\$17,007	\$24,196	\$34,587	\$42,397
Weighted average number of common shares outstanding	73,459,548	73,367,069	73,462,483	73,372,883
Add (where dilutive):				
Assumed exercise of those options that are common stock equivalents, net of treasury shares deemed to have been repurchased	404,980	789,045	497,179	770,064
Adjusted shares outstanding, used for primary and fully diluted computation	73,864,528	74,156,114	73,959,662	74,142,947