

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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): August 16, 2005

THE TJX COMPANIES, INC.
(Exact name of Registrant as specified in charter)

DELAWARE

(State or other jurisdiction
of incorporation)

1-4908

(Common File
Number)

44-2207613

(I.R.S. employer
identification No.)

770 Cochituate Road, Framingham, MA

01701

(Address of Principal Executive Offices)

(Zip Code)

(508) 390-1000

Registrant's Telephone Number (including area code)

N/A

(Former name or former address, if changed since last report)

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:

- 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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

The information contained in this report is being furnished and shall not be deemed to be "filed" for purposes of Section 18 of, or otherwise regarded as filed under, the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing:

On August 16, 2005, The TJX Companies, Inc. issued a press release which included financial results for the fiscal quarter ended July 30, 2005. The release is furnished as Exhibit 99.1 hereto.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(C) EXHIBITS

Exhibit
Number Title

99.1 Press Release, dated August 16, 2005 of The TJX Companies, Inc.

SIGNATURES

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, hereunto duly authorized.

THE TJX COMPANIES, INC.

/s/ Jeffrey G. Naylor

Jeffrey G. Naylor
Senior Executive Vice President and
Chief Financial Officer

Dated: August 16, 2005

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release, dated August 16, 2005 of The TJX Companies, Inc.

The TJX Companies, Inc. Reports Second Quarter Fiscal 2006 Results

FRAMINGHAM, Mass.--(BUSINESS WIRE)--Aug. 16, 2005--The TJX Companies, Inc. (NYSE: TJX), the leading off-price retailer of apparel and home fashions in the U.S. and worldwide, today announced sales and earnings results for the second quarter ended July 30, 2005. Net sales for the second quarter were \$3.6 billion, a 7% increase over last year, with consolidated comparable store sales increasing 1% over the prior year. Net income was \$123 million and diluted earnings per share were \$.25, a 9% increase over \$.23 in the prior year.

For the first half of fiscal 2006, net sales were \$7.3 billion, an 8% increase over last year, and year-to-date consolidated comparable store sales increased 2% over the prior year. Net income was \$272 million and diluted earnings per share were \$.55, versus \$.56 in the prior year.

Edmond English, President and Chief Executive Officer of The TJX Companies, Inc., commented, "Second quarter earnings were less than we had originally planned, primarily due to comparable store sales growth that did not meet our expectations. That said, merchandise margins increased significantly over last year across all divisions, the result of effectively executing our inventory management and close-to-need buying strategies. Also, expenses were well managed. As we enter the back half of the year, we are focused on improving comparable store sales, and believe we have solid opportunities across our businesses. Our inventory position is very liquid, which allows us to continue to buy smarter, generate strong merchandise margins, and offer customers a constant flow of fresh fashions at great values.

"At The Marmaxx Group, the combination of T.J. Maxx and Marshalls, second quarter sales increased 4% over last year and comparable store sales increased 2%. Segment profit was up over last year, in line with plan, and segment profit margin also met our expectations. We are on track to net a total of 47 new stores for The Marmaxx Group this year."

English continued, "At our Canadian concepts, Winners and HomeSense, second quarter sales increased 8% and comparable store sales decreased 1% in U.S. dollars. In local currency, which we believe more meaningfully reflects our operating performance, comparable store sales decreased 9%, versus a very strong 11% increase last year. Winners' segment profit was essentially flat to last year. We are on track to net 4 new Winners stores and add 17 HomeSense stores in 2005.

"At HomeGoods, sales in the second quarter increased 17% and comparable store sales were flat with last year. Bottom-line results were below last year. We now expect to net 37 new HomeGoods stores this year.

"At T.K. Maxx, in the U.K. and Ireland, second quarter sales increased 19% and comparable store sales increased 1% in U.S. dollars. In local currency, comparable store sales increased 2% above last year, with an improving trend as we moved through the quarter. Segment profit was up 10% over last year. We now expect to net 27 new T.K. Maxx stores this year."

English continued, "A.J. Wright's second quarter sales increased 25% over last year and comparable store sales increased 1% over the prior year. Bottom-line results improved over last year, and we now expect to net 24 new A.J. Wright stores in 2005.

"While Bob's Stores' second quarter results were slightly below last year, we are seeing strong merchandise margin growth at this young division. We now expect to end 2005 with a net of 4 new stores at the Bob's Stores chain."

English concluded, "We continue to generate significant returns on investment, which gives us the ability to grow our businesses while simultaneously pursuing our sizable share repurchase program and maintaining our strong financial position. During the second quarter, we spent a total of \$127 million, retiring 5.5 million shares of TJX stock. Year-to-date, we have spent a total of \$390 million in repurchases of TJX stock and have retired a total of 16.4 million shares."

The TJX Companies, Inc. is the leading off-price retailer of apparel and home fashions in the U.S. and worldwide. The Company operates 777 T.J. Maxx, 700 Marshalls, 230 HomeGoods, and 143 A.J. Wright stores, as well as 34 Bob's Stores, in the United States. The Company also operates two e-commerce sites, www.tjmaxx.com and www.homegoods.com. In Canada, the Company operates 167 Winners and 47 HomeSense stores, and in Europe, 184 T.K. Maxx stores. TJX's press releases and financial information are also available on the Internet at www.tjx.com.

At 11:00 a.m. ET today, Edmond English, President and Chief Executive Officer of The TJX Companies, Inc., will hold a conference call with stock analysts to discuss the Company's fiscal 2006 second

quarter results, operations and business trends. A real-time webcast of the call will be available at www.tjx.com. A replay of the call will also be available at www.tjx.com or by dialing 866-430-5848 through Tuesday, August 23, 2005. Additionally, the Company expects to release its August 2005 sales on Thursday, September 1, 2005, at approximately 8:15 a.m. ET. Concurrent with that press release, a recorded message with more detailed information regarding TJX's August sales results, operations and business trends will be available via the Internet at www.tjx.com, or by calling (703) 736-7248 through Thursday, September 8, 2005. Archived versions of the Company's recorded messages and conference calls are available at www.tjx.com after they are no longer available by telephone.

SAFE HARBOR STATEMENTS UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995: Various statements made in this release are forward-looking and involve a number of risks and uncertainties. All statements that address activities, events or developments that we intend, expect or believe may occur in the future are forward-looking statements. The following are some of the factors that could cause actual results to differ materially from the forward-looking statements: our ability to continue successful expansion of our store base; risks of expansion; our ability to successfully implement our opportunistic inventory strategies and to effectively manage our inventories; consumer confidence, demand, spending habits and buying preferences; effects of unseasonable weather; competitive factors; factors affecting availability of store and distribution center locations on suitable terms; factors affecting our recruitment and employment of associates; factors affecting expenses; success of our acquisition and divestiture activities; our ability to successfully implement technologies and systems and protect data; our ability to continue to generate adequate cash flows; general economic conditions; potential disruptions due to wars, natural disasters and other events beyond our control; changes in currency and exchange rates; import risks; adverse outcomes for any significant litigation; changes in laws and regulations and accounting rules and principles; effectiveness of internal controls; and other factors that may be described in our filings with the Securities and Exchange Commission. We do not undertake to publicly update or revise our forward-looking statements even if experience or future changes make it clear that any projected results expressed or implied in such statements will not be realized.

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
 FINANCIAL SUMMARY
 (Unaudited)
 (Dollars In Thousands Except Per Share Amounts)

	Thirteen Weeks Ended	
	July 30, 2005	July 31, 2004
Net sales	\$3,647,866	\$3,414,287
Cost of sales, including buying and occupancy costs	2,801,376	2,629,207
Selling, general and administrative expenses	638,082	584,751
Interest expense, net	7,917	6,993
Income before provision for income taxes	200,491	193,336
Provision for income taxes	77,350	75,094
Net income	\$ 123,141	\$ 118,242
Diluted earnings per share:		
Net income	\$.25	\$.23
Cash dividends declared per share	\$.06	\$.045
Weighted average shares for diluted earnings per share computation (See Note 1)	490,661,817	516,088,733

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
 FINANCIAL SUMMARY
 (Unaudited)
 (Dollars In Thousands Except Per Share Amounts)

	Twenty-Six Weeks Ended	
	July 30, 2005	July 31, 2004
Net sales	\$7,299,696	\$6,767,024
Cost of sales, including buying and occupancy costs	5,582,905	5,147,553
Selling, general and administrative expenses	1,259,629	1,138,225
Interest expense, net	13,953	13,576
Income before provision for income taxes	443,209	467,670
Provision for income taxes	170,724	181,316
Net income	\$ 272,485	\$ 286,354
Diluted earnings per share:		
Net income	\$.55	\$.56
Cash dividends declared per share	\$.12	\$.09
Weighted average shares for diluted earnings per share computation (See Note 1)	495,983,100	518,854,415

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
CONDENSED BALANCE SHEETS
(Unaudited)
(In Millions)

	July 30, 2005	July 31, 2004
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 181.7	\$ 135.6
Accounts receivable and other current assets	384.5	320.5
Current deferred income taxes, net	3.2	6.2
Merchandise inventories (See Note 2)	2,814.7	2,217.0
Total current assets	3,384.1	2,679.3
Property and capital leases, net of depreciation	1,900.7	1,644.7
Other assets	124.0	105.8
Goodwill and tradename, net of amortization	183.5	183.6
TOTAL ASSETS	\$5,592.3	\$4,613.4
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Short-term debt	\$ 414.5	\$ -
Current installments of long-term debt	-	105.0
Accounts payable (See Note 2)	1,519.0	1,142.0
Accrued expenses and other current liabilities	915.1	737.6
Total current liabilities	2,848.6	1,984.6
Other long-term liabilities	510.8	373.1
Non-current deferred income taxes, net	150.5	156.1
Long-term debt	575.1	566.8
Shareholders' equity	1,507.3	1,532.8
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$5,592.3	\$4,613.4

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

(In Millions)

	Twenty-Six Weeks Ended	
	July 30, 2005	July 31, 2004
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$ 272.5	\$ 286.4
Depreciation and amortization	156.7	135.7
Deferred income tax provision	(2.0)	36.5
(Increase) in accounts receivable and other current assets	(133.7)	(69.7)
(Increase) in merchandise inventories (See Note 2)	(474.7)	(276.5)
Increase in accounts payable (See Note 2)	249.6	182.3
Increase in accrued expenses and other liabilities	96.5	31.7
Other, net	20.6	23.9
Net cash provided by operating activities	185.5	350.3
CASH FLOWS FROM INVESTING ACTIVITIES:		
Property additions	(219.1)	(138.2)
Other	.3	.3
Net cash (used in) investing activities	(218.8)	(137.9)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from borrowings of short-term debt	414.5	-
Principal payments on long-term debt	(100.0)	-
Payments for repurchase of common stock	(383.3)	(315.8)
Cash dividends paid	(49.9)	(39.7)
Other	26.6	34.1
Net cash (used in) financing activities	(92.1)	(321.4)
Effect of exchange rate changes on cash	(.1)	(1.8)
Net (decrease) in cash and cash equivalents	(125.5)	(110.8)
Cash and cash equivalents at beginning of year	307.2	246.4
Cash and cash equivalents at end of period	\$ 181.7	\$ 135.6

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
SELECTED INFORMATION BY MAJOR BUSINESS SEGMENT
(Unaudited)
(In Thousands)

	Thirteen Weeks Ended	
	July 30, 2005	July 31, 2004
Net sales:		
Marmaxx	\$2,537,311	\$2,442,162
Winners and HomeSense	316,842	292,566
T.K. Maxx	327,540	275,426
HomeGoods	259,116	222,079
A.J. Wright	147,251	118,262
Bob's Stores	59,806	63,792
	\$3,647,866	\$3,414,287
Segment profit or (loss):		
Marmaxx	\$ 211,581	\$ 202,582
Winners and HomeSense	20,567	21,101
T.K. Maxx	10,484	9,533
HomeGoods	(3,700)	(626)
A.J. Wright	(1,587)	(3,239)
Bob's Stores	(8,743)	(8,231)

	228,602	221,120
General corporate expense	20,194	20,791
Interest expense, net	7,917	6,993
	-----	-----
Income before provision for income taxes	\$ 200,491	\$ 193,336
	=====	=====
Stores in operation:		
T.J. Maxx	777	753
Marshalls	700	684
Winners	167	162
HomeGoods	230	192
T.K. Maxx	184	154
A.J. Wright	143	108
HomeSense	47	32
Bob's Stores	34	31
	-----	-----
Total	2,282	2,116
	=====	=====

THE TJX COMPANIES, INC. AND CONSOLIDATED SUBSIDIARIES
SELECTED INFORMATION BY MAJOR BUSINESS SEGMENT
(Unaudited)
(In Thousands)

	Twenty-Six Weeks Ended	
	July 30, 2005	July 31, 2004
	-----	-----
Net sales:		
Marmaxx	\$5,100,897	\$4,863,386
Winners and HomeSense	629,939	562,191
T.K. Maxx	645,246	538,673
HomeGoods	517,743	448,511
A.J. Wright	286,622	229,108
Bob's Stores	119,249	125,155
	-----	-----
	\$7,299,696	\$6,767,024
	=====	=====
Segment profit or (loss):		
Marmaxx	\$ 479,241	\$ 474,496
Winners and HomeSense	32,911	45,494
T.K. Maxx	10,143	11,476
HomeGoods	(3,077)	4,535
A.J. Wright	(4,547)	(6,192)
Bob's Stores	(15,266)	(6,981)
	-----	-----
	499,405	522,828
General corporate expense	42,243	41,582
Interest expense, net	13,953	13,576
	-----	-----
Income before provision for income taxes	\$ 443,209	\$ 467,670
	=====	=====
Stores in operation:		
T.J. Maxx	777	753
Marshalls	700	684
Winners	167	162
HomeGoods	230	192
T.K. Maxx	184	154
A.J. Wright	143	108
HomeSense	47	32
Bob's Stores	34	31
	-----	-----
Total	2,282	2,116
	=====	=====

The TJX Companies, Inc.
and Consolidated Subsidiaries

Notes To Consolidated
Condensed Financial Statements

1. In our fourth quarter reporting period ended January 29, 2005, we began to calculate diluted earnings per share in accordance with EITF Issue No. 04-08, "The Effect of Contingently Convertible Debt on Diluted Earnings per Share." This accounting pronouncement impacts the company's treatment for earnings per share purposes,

of its \$517.5 million zero coupon convertible subordinated notes issued in February 2001. These notes are convertible into 16.9 million shares of common stock of TJX if the sale price of our stock reaches certain levels or other contingencies are met. EITF Issue No. 04-08 requires that shares associated with contingently convertible debt be included in diluted earnings per share computations regardless of whether contingent conversion conditions have been met. EITF Issue No. 04-08 also requires that diluted earnings per share for all prior periods be restated to reflect this change. As a result, diluted earnings per share reflect the assumed conversion of our convertible subordinated notes. This change reduces diluted earnings per share by \$.01 per share for the second quarters ended July 30, 2005 and July 31, 2004 and by \$.02 and \$.01 for the six months ended July 30, 2005 and July 31, 2004, respectively.

2. Effective with the third quarter ended October 30, 2004, we began to accrue for inventory purchase obligations at the time the inventory is shipped rather than when received and accepted by TJX. As a result, as of July 30, 2005 we have recorded a \$326 million increase to merchandise inventory on our balance sheet, to reflect this in-transit inventory, as well as an equal increase to accounts payable at that date. Prior years have not been adjusted for this change. This accrual for inventory in transit affects only the reported levels of inventory and accounts payable on the balance sheet, and has no impact on our operating results, cash flows, liquidity or shareholders' equity.
3. During the six months ended July 30, 2005, TJX repurchased 16.4 million shares of its common stock at a cost of \$389.7 million. During the second quarter ended July 30, 2005, TJX repurchased 5.5 million shares of its common stock, at a cost of \$126.9 million. Through July 30, 2005, under its current \$1 billion multi-year stock repurchase program, TJX has repurchased 34.1 million shares at a cost of \$796.3 million.

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