
FORM 8-A

For Registration of Certain Classes of Securities
Pursuant to Section 12(b) or 12(g) of The
Securities Exchange Act of 1934

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

Delaware
(State 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)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
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Series E Cumulative Convertible Preferred Stock	New York Stock Exchange
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Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of class)

-1-

3135495.01

Item 1. Description of Registrant's Securities to be Registered.

A description of the Series E Cumulative Convertible Preferred Stock of the Registrant will appear under the captions "Description of Series E Preferred Stock" and "Description of Capital Stock" in a Prospectus to be dated on or about June 21, 1996 and filed by the Registrant with the Securities and Exchange Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended (File No. 333-5501), and is hereby incorporated herein by reference. As of June 18, 1996, all of the outstanding shares of the Registrant's New Series A Cumulative Convertible Preferred Stock have been converted by the holders thereof into the Registrant's Common Stock and, accordingly, no such shares of Series A Preferred Stock remain outstanding.

Item 2. Exhibits.

1. Second Restated Certificate of Incorporation filed June 5, 1985 (incorporated by reference to Exhibit (3i)(a) of the Form 10-K filed for the fiscal year ended January 28, 1995).
2. Certificate of Amendment of Second Restated Certificate of Incorporation filed June 3, 1986 (incorporated by reference to Exhibit (3i)(b) of the Form 10-K for the fiscal year ended January 28, 1995).
3. Certificate of Amendment of Second Restated Certificate of Incorporation filed June 2, 1987 (incorporated by reference to Exhibit (3i)(c) of the Form 10-K for the fiscal year ended January 28, 1995).
4. Certificate of Amendment of Second Restated Certificate of Incorporation filed June 20, 1989 (incorporated by reference to Exhibit (3i)(d) of the Form 10-K for the fiscal year ended January 28, 1995).
5. Certificate of Designations, Preferences and Rights of \$3.125 Series C

Cumulative Convertible Preferred Stock (incorporated by reference to Exhibit (3i)(f) of the Form 10-K for the fiscal year ended January 28, 1995).

6. Certificate of Designations, Preferences and Rights of Series D Cumulative Convertible Preferred Stock (incorporated by reference to Exhibit 10.1 of the Form 8-K dated November 17, 1995).
7. Certificate of Designations, Preferences and Rights of Series E Cumulative Convertible Preferred Stock (incorporated by reference to Exhibit 10.2 of the Form 8-K dated November 17, 1995).
8. The by-laws of the Company, as amended (incorporated by reference to Exhibit (3ii)(a) of the Form 10- K for the fiscal year ended January 28, 1995).
9. Standstill and Registration Rights Agreement regarding Series D Cumulative Convertible Preferred Stock and Series E Cumulative Convertible Preferred Stock dated as of November 17, 1995 between the Registrant and Melville Corporation (incorporated by reference to Exhibit 10.20 of the Form 10-K for the fiscal year ended January 27, 1996).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

THE TJX COMPANIES, INC.

By /s/Donald G. Campbell
Donald G. Campbell
Executive Vice President--
Finance

Date: June 18, 1996

