SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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	L	nours per l	esponse: 0.5
1. Name and Addres Goldenberg S		on*	2. Issuer Name and Ticker or Trading Symbol <u>TJX COMPANIES INC /DE/</u> [TJX]	(Check a	onship of Reporting Po Ill applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify
	(First) (Mid 'JX COMPANIES, INC. OCHITUATE ROAD		3. Date of Earliest Transaction (Month/Day/Year) 03/28/2022	X	below) SEVP, C	below) FO
(Street) FRAMINGHAM (City)	1 MA (State)	01701 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X	lual or Joint/Group Fili Form filed by One Re Form filed by More th Person	

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)						5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/28/2022		A ⁽¹⁾		68,315	A	\$0.00	160,651	D	
Common Stock	03/28/2022		F ⁽²⁾		30,298	D	\$62	130,353	D	
Common Stock	03/28/2022		A ⁽³⁾		25,162	A	\$0.00	155,515	D	

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

(eigi, puts, euis, i																
	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. Transa Code (8)		of E		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares acquired pursuant to the settlement of a performance share unit award granted under the Company's Stock Incentive Plan.

2. Shares withheld by the Company to satisfy tax withholding obligations on shares acquired on March 28, 2022 in settlement of performance share unit award, as reflected in Footnote 1.

3. Restricted stock unit award under the Company's Stock Incentive Plan with service-based vesting criteria. Shares are issued and delivered following vesting of the award. Shares may be withheld to satisfy tax withholding obligations.

Remarks:

Goldenberg /s/ Erica Farrell, by Power of Attorney dated April 1, 2019

03/30/2022

** 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.