SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no long	er subject to
Section 16. Form 4 or Fo	rm 5
obligations may continue	. See
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

1. Name and Address of Reporting Person [*] OBRIEN JOHN F			2. Issuer Name and Ticker or Trading Symbol <u>TJX COMPANIES INC /DE/</u> [TJX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X Director 10% Owner					
(Last)	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/06/2006	Officer (give title Other (specify below) below)					
762 SOUTH S	FREET								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
NEEDHAM MA	02492		X Form filed by One Reporting Person						
	1917 1	02452		Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							
		Table I - Non-D	Derivative Securities Acquired, Disposed of, or Bene	eficially Owned					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	xecution Date, Transacti any Code (Ins		Transaction Disposed Of (D) (Instr.			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)

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. Transa Code (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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Deferred Stock Units ⁽¹⁾	\$0.00	06/06/2006		A		2,251.15		(1)	(1)	Common Stock	2,251.15	\$0.00	11,969.04	D	
Deferred Stock Units ⁽²⁾	\$0.00	06/06/2006		А		2,146.84		(2)	(2)	Common Stock	2,146.84	\$0.00	2,146.84	D	

Explanation of Responses:

1. Constitutes an award of deferred shares, under the Stock Incentive Plan, having a value of \$50,000 plus an amount equal to the aggregate dividends for which there has been a record date since June 1, 2005. Shares will be delivered to each Director upon Director's retirement.

2. Constitutes an award of deferred shares, under the Stock Incentive Plan, having a value of \$50,000. Shares vest on June 6, 2007 based on each Director's service as a director until the 2007 annual meeting. Vested shares will be delivered to each Director upon Director's retirement or, if a Director makes an irrevocable advance election, when such Director's deferred shares vest. Remarks:

Mary B. Reynolds, by Power of

06/08/2006 Attorney dated February 11,

2002

** Signature of Reporting Person Date

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

 \ast 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.