### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-028

37 Estimated average burden 0.5 hours per response:

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See 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 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person TJX COMPANIES INC /DE/ TJX **CAMMARATA BERNARD** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 04/13/2012 THE TJX COMPANIES, INC. 770 COCHITUATE ROAD 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) Form filed by One Reporting Person 01701 FRAMINGHAM MA Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 5. Amount of 6. Ownership 7. Nature Transaction Securities Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) (D) or Indirect Code (Instr Beneficially Beneficial Owned Following (I) (Instr. 4) Ownership 8) Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) Common Stock(1) 04/13/2012 D S 15,343 D \$40 2,816,957 Common Stock(1) 04/16/2012 84,657 2,732,300 S D \$40 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date **Expiration Date** Amount of Ownership (Month/Day/Year) Security or Exercise if anv Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficial Direct (D) (Instr. 3) (Month/Day/Year) Beneficially Price of 8) Securities Underlying (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Following Security (I) (Instr. 4) Reported

### **Explanation of Responses:**

1. Sales made pursuant to a trading plan under Rule 10b5-1 adopted March 8, 2012.

## Remarks:

All share counts on Table I reflect the impact of the two-for-one stock split paid on February 2, 2012

Mary B. Reynolds, by Power of Attorney dated January 25, 04/16/2012 2002

Transaction(s) (Instr. 4)

\*\* Signature of Reporting Person Date

Amount Number

Shares

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).

Code

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.

of (D) (Instr. 3, 4

Date

Exercisable

Expiration

Title

and 5)

(A) (D)