SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 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:

	ess of Reporting P	Person*	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)						
BENNETT	<u>ALAN M</u>			X	Director	10% Owner					
(Last) 48 FIELD BR((First) DOK ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/10/2007		Officer (give title below)	Other (specify below)					
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable						
(Street) MADISON	СТ	06443		X	Form filed by One Reporting Person						
					Form filed by More than One Reporting Person						
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

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

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.					5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported 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)		Derivative		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 Transaction(s)	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		(Instr. 4)		
Deferred Stock Units ⁽¹⁾	\$0.00	09/10/2007		А		1,251.28		(1)	(1)	Common Stock	1,251.28	\$0.00	1,251.28	D	
Deferred Stock Units ⁽²⁾	\$0.00	09/10/2007		A		1,251.28		(2)	(2)	Common Stock	1,251.28	\$0.00	1,251.28	D	

Explanation of Responses:

1. Constitutes an award of deferred shares, under the Stock Incentive Plan, having an annualized value equal to \$50,000 prorated for the number of days between the Director's election to the Board and the next annual meeting date for shareholders. Shares will be delivered to each Director upon Director's retirement

2. Constitutes an award of deferred shares, under the Stock Incentive Plan, having an annualized value equal to \$50,000 prorated for the number of days between the Director's election to the Board and the next annual meeting date for shareholders. Shares vest on September 10, 2008, or, if earlier, immediately prior to a Change of Control. 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 Attorney date September 10, 2007 Date

09/12/2007

** Signature of Reporting Person

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.