

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>Mizzi Douglas W.</u>  (Last) (First) (Middle) THE TJX COMPANIES, INC. 770 COCHITUATE ROAD  (Street) FRAMINGHAM MA 01701  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TJX COMPANIES INC /DE/ [ TJX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SEVP - Group President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/26/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/26/2019		M		31,000	A	\$22.585	150,335	D	
Common Stock	11/26/2019		M <sup>(1)</sup>		31,000	D	\$60.5146	119,335	D	

**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. Transaction Code (Instr. 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 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
Option	\$22.585	11/26/2019		M <sup>(2)</sup>		31,000		09/20/2013	09/20/2022	Common Stock	31,000	\$0.00	0	D	

**Explanation of Responses:**

- The price reported is the weighted average sales price of shares sold in multiple transactions at prices ranging from \$60.50 to \$60.53. The reporting person hereby undertakes, upon request of the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- Right to buy. Includes right to have shares withheld to satisfy tax withholding obligations upon exercise.

**Remarks:**

/s/ Erica Farrell, by Power of Attorney dated May 3, 2019      11/26/2019

\*\* 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.

POWER OF ATTORNEY  
For Forms 3, 4 and 5

I hereby constitute and appoint each of Scott Goldenberg, Alicia Kelly, Mary B. Reynolds, and Erica Farrell acting singly, with full power of substitution to each, my true and lawful attorney-in-fact to:

1. prepare, execute, and file with the United States Securities and Exchange Commission and any stock exchange or similar authority for and on my behalf Forms 3, 4, and 5 pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder with respect to securities of The TJX Companies, Inc. (the "Company") and any amendments thereto; and

2. prepare, execute, and file such other documents and take such other action that I could take and which, in the opinion of the attorney-in-fact so acting, may be necessary or desirable in connection with the foregoing.

I acknowledge that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion but that I remain responsible for the content of such forms. I further acknowledge that neither the foregoing attorneys-in-fact in serving in such capacity at my request nor the Company is assuming any responsibilities for my compliance with Section 16 of the Securities Exchange Act of 1934, as amended, and shall have no liability for any action taken or failed to be taken pursuant to this Power of Attorney or with respect to such compliance.

This Power of Attorney shall remain in full force and effect until I am no longer required to file Forms 3, 4, and 5 with respect to securities of the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney may be filed with the United States Securities and Exchange Commission as a confirming statement of authority granted herein.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be executed as of this 3 day of May 2019.

/s/ Douglas Mizzi  
Douglas Mizzi