

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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).

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

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|--|--|---|
| 1. Name and Address of Reporting Person * <u>MEYROWITZ CAROL</u> (Last) (First) (Middle) <u>THE TJX COMPANIES, INC.</u> <u>770 COCHITUATE ROAD</u> (Street) <u>FRAMINGHAM MA 01701</u> (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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Chairman</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/13/2016</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 06/13/2016 | | M | | 11,383 | A | \$18.87 | 347,614 | D | |
| Common Stock | 06/13/2016 | | M | | 11,383 | D | \$76.3372 | 336,231 | D | |
| Common Stock | 06/13/2016 | | M | | 86,546 | A | \$20.565 | 422,777 | D | |
| Common Stock | 06/13/2016 | | M ⁽¹⁾ | | 86,546 | D | \$76.3175 | 336,231 | D | |
| Common Stock | 06/14/2016 | | M | | 30,000 | A | \$20.565 | 366,231 | D | |
| Common Stock | 06/14/2016 | | M ⁽²⁾ | | 30,000 | D | \$76.0513 | 336,231 | 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 | | | | | | Amount or Number of Shares |
| Option | \$18.87 | 06/13/2016 | | M ⁽³⁾ | | | 11,383 | 09/17/2010 | 09/17/2019 | Common Stock | 11,383 | \$0.00 | 0 | D | |
| Option | \$20.565 | 06/13/2016 | | M ⁽³⁾ | | | 86,546 | 09/09/2011 | 09/09/2020 | Common Stock | 86,546 | \$0.00 | 30,000 | D | |
| Option | \$20.565 | 06/14/2016 | | M ⁽³⁾ | | | 30,000 | 09/09/2011 | 09/09/2020 | Common Stock | 30,000 | \$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 \$76.25 to \$76.44. 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.
- The price reported is the weighted average sales price of shares sold in multiple transactions at prices ranging from \$76.00 to \$76.16. 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:

Mary B. Reynolds, by Power of Attorney dated January 28, 2002 06/15/2016

** 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.

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