

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person* <u>LEPORE DAWN G</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 Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/10/2014</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 | 06/10/2014 | | A | | 2,838 | A ⁽¹⁾ | \$0.00 ⁽¹⁾ | 3,053 | 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 |
| Deferred Stock Units | \$0.00 | 06/10/2014 | | A | | 15.27 | | (2) | (2) | Common Stock | 15.27 | \$0.00 | 1,418.36 | D | |
| Deferred Stock Units | \$0.00 | 06/10/2014 | | A | | 15.27 | | (2) | (2) | Common Stock | 15.27 | \$0.00 | 1,418.36 | D | |
| Deferred Stock Units | \$0.00 | 06/10/2014 | | D | | | 1,419 | (1) | (1) | Common Stock | 1,419 | \$0.00 | 0 | D | |
| Deferred Stock Units | \$0.00 | 06/10/2014 | | D | | | 1,419 | (1) | (1) | Common Stock | 1,419 | \$0.00 | 0 | D | |

Explanation of Responses:

- Reflects delivery of deferred shares under awards granted on June 11, 2013 under the advance election by the Director to receive the deferred shares on the date of the annual meeting next succeeding the date of grant of such shares and upon the Director's retirement. Includes an amount equal to the aggregate dividends for which there has been a record date since June 11, 2013.
- Constitutes awards of deferred shares under the Stock Incentive Plan each having a value equal to the aggregate dividends on previously granted deferred shares for which there has been a record date since June 11, 2013. Deferred shares are delivered to each Director on the date immediately preceding the date of the annual meeting next succeeding the date of grant of such shares in accordance with the Director's advance irrevocable election, if any, and upon Director's retirement, under and subject to the terms of the Plan.

Remarks:

Mary B. Reynolds, by Power of Attorney dated June 11, 2013 06/12/2014

** 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.