

TJX COMPANIES INC /DE/  
Form 8-K  
June 13, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 10, 2014**

**THE TJX COMPANIES, INC.**

**(Exact name of registrant as specified in its charter)**

**DELAWARE**  
**(State or other jurisdiction**

**of incorporation)**

**1-4908**  
**(Commission**

**File Number)**

**770 Cochituate Road, Framingham, MA 01701**

**04-2207613**  
**(IRS Employer**

**Identification No.)**

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**(Address of principal executive offices) (Zip Code)**

**(508) 390-1000**

**Registrant's telephone number, including area code**

**N/A**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The annual meeting of stockholders of The TJX Companies, Inc. (the Company) was held on June 10, 2014, at which the stockholders voted as follows:

Proposal 1: Each nominee for director was elected, each to serve until the next annual meeting of stockholders or until his or her successor is duly elected and qualified:

| Nominee           | For         | Against   | Abstaining | Broker Non-Votes |
|-------------------|-------------|-----------|------------|------------------|
| Zein Abdalla      | 579,196,184 | 553,012   | 1,324,198  | 40,019,181       |
| José B. Alvarez   | 578,786,830 | 960,390   | 1,326,174  | 40,019,181       |
| Alan M. Bennett   | 579,132,691 | 613,915   | 1,326,788  | 40,019,181       |
| Bernard Cammarata | 574,632,589 | 5,109,597 | 1,331,208  | 40,019,181       |
| David T. Ching    | 579,237,753 | 508,172   | 1,327,469  | 40,019,181       |
| Michael F. Hines  | 579,221,178 | 526,221   | 1,325,995  | 40,019,181       |
| Amy B. Lane       | 578,907,014 | 882,319   | 1,284,061  | 40,019,181       |
| Carol Meyrowitz   | 576,579,818 | 3,195,071 | 1,298,505  | 40,019,181       |
| John F. O'Brien   | 572,069,011 | 7,671,535 | 1,332,848  | 40,019,181       |
| Willow B. Shire   | 572,659,409 | 7,114,390 | 1,299,595  | 40,019,181       |

Proposal 2: The appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the current fiscal year was ratified:

|                   |             |
|-------------------|-------------|
| <b>For</b>        | 613,748,853 |
| <b>Against</b>    | 6,161,615   |
| <b>Abstaining</b> | 1,182,107   |

Proposal 3: On an advisory basis, the compensation paid to the Company's named executive officers, as disclosed pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the Compensation Discussion and Analysis, compensation tables and narrative discussion (the say on pay vote) was approved:

|                         |             |
|-------------------------|-------------|
| <b>For</b>              | 564,601,692 |
| <b>Against</b>          | 14,603,254  |
| <b>Abstaining</b>       | 1,868,448   |
| <b>Broker Non-Votes</b> | 40,019,181  |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE TJX COMPANIES, INC.

/s/ Ann McCauley

Ann McCauley

Executive Vice President, Secretary and  
General Counsel

Dated: June 13, 2014