

TJX COMPANIES INC /DE/

Form 4

November 23, 2015

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2015  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Herrman Ernie

(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

TJX COMPANIES INC /DE/ [TJX]

3. Date of Earliest Transaction  
(Month/Day/Year)

11/20/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock                       | 11/20/2015                              |                                                             | M                                    |                                                                         | 12,500                                                                                                             | A                                                                       | \$ 20.565                                                         |
|                                       |                                         |                                                             |                                      |                                                                         | 402,500                                                                                                            |                                                                         | D                                                                 |
| Common<br>Stock                       | 11/20/2015                              |                                                             | M                                    |                                                                         | 12,500                                                                                                             | A                                                                       | \$ 20.565                                                         |
|                                       |                                         |                                                             |                                      |                                                                         | 415,000                                                                                                            |                                                                         | D                                                                 |
| Common<br>Stock                       | 11/20/2015                              |                                                             | M <sup>(1)</sup>                     |                                                                         | 12,500                                                                                                             | D                                                                       | \$ 69.8528                                                        |
|                                       |                                         |                                                             |                                      |                                                                         | 402,500                                                                                                            |                                                                         | D                                                                 |
| Common<br>Stock                       | 11/20/2015                              |                                                             | M <sup>(2)</sup>                     |                                                                         | 12,500                                                                                                             | D                                                                       | \$ 70.0368                                                        |
|                                       |                                         |                                                             |                                      |                                                                         | 390,000                                                                                                            |                                                                         | D                                                                 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4) |                 |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| Option                                     | \$ 20.565                                              | 11/20/2015                           |                                                    | M <sup>(3)</sup>               |                                                                                         | 12,500                                                   |     | 09/09/2011                                                    | 09/09/2020      | Common Stock | 12,500                     |
| Option                                     | \$ 20.565                                              | 11/20/2015                           |                                                    | M <sup>(3)</sup>               |                                                                                         | 12,500                                                   |     | 09/09/2011                                                    | 09/09/2020      | Common Stock | 12,500                     |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |           |           |       |
|-----------------------------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                                         | Director      | 10% Owner | Officer   | Other |
| Herrman Ernie<br>THE TJX COMPANIES, INC.<br>770 COCHITUATE ROAD<br>FRAMINGHAM, MA 01701 |               |           | President |       |

## Signatures

Mary B. Reynolds, by Power of Attorney dated February 20, 2007

11/23/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

The price reported is the weighted average sales price of shares sold in multiple transactions at prices ranging from \$69.84 to \$69.90. 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 \$70.03 to \$70.06. 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.

(3) Right to buy. Includes right to have shares withheld to satisfy tax withholding obligations upon exercise.

## Edgar Filing: TJX COMPANIES INC /DE/ - Form 4

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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