

TJX COMPANIES INC /DE/  
Form 4  
November 20, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sherr Richard

(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)

11/18/2015

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 below) \_\_\_ Other (specify below)

SEVP, Group 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 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                    | 11/18/2015                           |  | M                              |   | 9,596   | A  | \$ 45.17  |
| Common Stock                    | 11/18/2015                           |  | M                              |   | 7,640   | A  | \$ 56.72  |
| Common Stock                    | 11/18/2015                           |  | M                              |   | 764   | A  | \$ 56.72  |
| Common Stock                    | 11/18/2015                           |  | M                              |   | 9,214   | A  | \$ 59.7   |
| Common Stock                    | 11/18/2015                           |  | M <sup>(1)</sup>               |   | 27,214  | D  | \$ 68.3799  |
|                                 |                                      |  |                                |   |   |  | 124,716   |
|                                 |                                      |  |                                |   |   |  | 132,356   |
|                                 |                                      |  |                                |   |   |  | 133,120   |
|                                 |                                      |  |                                |   |   |  | 142,334   |
|                                 |                                      |  |                                |   |   |  | 115,120   |

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Common Stock 11/18/2015 S 120 D \$ 68.3568 115,000 D

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

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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option                                     | \$ 45.17   | 11/18/2015                           |  | M <sup>(2)</sup>               | 9,596   | 09/20/2013 09/20/2022                                    | Common Stock  | 9,596                         |
| Option                                     | \$ 56.72   | 11/18/2015                           |  | M <sup>(2)</sup>               | 7,640   | 09/19/2014 09/19/2023                                    | Common Stock  | 7,640                         |
| Option                                     | \$ 56.72   | 11/18/2015                           |  | M <sup>(2)</sup>               | 764   | 09/19/2014 09/19/2023                                    | Common Stock  | 764                           |
| Option                                     | \$ 59.7  | 11/18/2015                           |  | M <sup>(2)</sup>               | 9,214   | 09/10/2015 09/10/2024                                    | Common Stock  | 9,214                         |

## Reporting Owners

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

## Signatures

Mary B. Reynolds, by Power of Attorney dated January 29, 2012 11/20/2015

\_\_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 \$68.35 to \$68.46. The

(1) 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.

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

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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