Rossi Jerome R Form 4 June 25, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Rossi Jerome R |           |          | 2. Issuer Name and Ticker or Trading Symbol                   | 5. Relationship of Reporting Person(s) to Issuer   |  |  |
|---|-----------|----------|---|--|--|--|
| (Last)  | (First)   | (Middle) | TJX COMPANIES INC /DE/ [TJX]  3. Date of Earliest Transaction | (Check all applicable)   |  |  |
|   |           |          | (Month/Day/Year)  | Director 10% Owner   |  |  |
| THE TJX COMPANIES, INC., 770<br>COCHITUATE ROAD           |           |          | 06/25/2009  | X Officer (give title Other (spec<br>below) below)<br>SEVP, Group President                          |  |  |
|   | (Street)  |          | 4. If Amendment, Date Original                                | 6. Individual or Joint/Group Filing(Check  |  |  |
| FRAMINGHA   | AM, MA 01 | 707      | Filed(Month/Day/Year)   | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |

| (City)                               | (State)                                 | (Zip) Tabl  | le I - Non-I                           | Derivative (                          | Securi | ities Acqu  | iired, Disposed of   | f, or Beneficiall  | y 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.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securit or(A) or Dia (Instr. 3, 4) | sposed | of (D)      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      | 06/25/2009                              |   | M                                      | 41,250                                | A      | \$<br>20.14 | 76,622   | D  |   |
| Common<br>Stock                      | 06/25/2009                              |   | S                                      | 41,250                                | D      | \$<br>31.95 | 35,372   | D  |   |

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

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SEC 1474

(9-02)

#### Edgar Filing: Rossi Jerome R - Form 4

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of ctionDerivative Securities 8) 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<br>Underlying Securities<br>(Instr. 3 and 4) |                                     |
|---|---|---|---|---|---|--------|--|--------------------|---|-------------------------------------|
|   |   |   |   | Code V                                  | (A)   | (D)    | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Option (1) (2)                                      | \$ 20.14  | 06/25/2009                              |   | M                                       |   | 41,250 | 09/09/2004   | 09/09/2013         | Common<br>Stock   | 41,250                              |

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## **Reporting Owners**

| Relationships |           |           |   |  |  |  |  |
|---------------|-----------|-----------|---|--|--|--|--|
| Director      | 10% Owner | Officer   | Other                                   |  |  |  |  |
|               |           | SEVP,     |   |  |  |  |  |
|               |           | Group     |   |  |  |  |  |
|               |           | President |   |  |  |  |  |
|               | Director  |           | Director 10% Owner Officer  SEVP, Group |  |  |  |  |

## **Signatures**

Mary B. Reynolds by Power of Attorney dated January 30, 2007

\*\*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).
- (1) Options exercised and sales made pursuant to a trading plan under Rule 10b5-1 adopted April 13, 2009
- (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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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