TJX COMPANIES INC /DE/
Form 4
June 07, 2007

# FORM 4

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

**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 |
| Expires: | January 31, 2005 |
| Estimated average burden hours per response... | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHIRE WILLOW B

(Last) (First) (Middle)

ORCHARD CONSULTING, 1380 SAMOSET ROAD, P.O. BOX 486

(Street)

EASTHAM, MA 02642

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
TJX COMPANIES INC /DE/ [TJX]

3. Date of Earliest Transaction (Month/Day/Year)
06/05/2007

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

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 (1) | 06/05/2007 | | A | | 2,170 | A (1) | (1) | 5,270 | 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)

**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 Number Shares |
| Deferred Stock Units (2) | $ 0 | 06/05/2007 | | A | | 1,891.75 | | (2) | (2) | Common Stock | 1,891.7 |
| Deferred Stock Units (3) | $ 0 | 06/05/2007 | | A | | 1,780.74 | | (3) | (3) | Common Stock | 1,780.7 |
| Deferred Stock Units (1) | $ 0 | 06/05/2007 | | D | | | 2,170 | (1) | (1) | Common Stock | 2,170 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| SHIRE WILLOW B<br>ORCHARD CONSULTING<br>1380 SAMOSET ROAD, P.O. BOX 486<br>EASTHAM, MA 02642 | X | | | |

# Signatures

| | |
|---|---|
| Mary B. Reynolds, by Power of Attorney dated September 6, 2006 | 06/07/2007 |
| **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)** Reflects the advance election by the Director to receive the deferred shares granted on June 5, 2006 upon the vesting date of June 6, 2007, rather than upon such Director's retirement. Includes an amount equal to the aggregate dividends for which there has been a record date since June 1, 2006.

**(2)** Constitutes an award of deferred shares, under the Stock Incentive Plan, having a value of $50,000 plus an amount equal to the aggregate dividends for which there has been a record date since June 1, 2006. Shares will be delivered to each Director upon Director's retirement.

**(3)** Constitutes an award of deferred shares, under the Stock Incentive Plan, having a value of $50,000 plus an amount equal to the aggregate dividends for which there has been a record date since June 1, 2006. Shares vest on June 5, 2008 based on each Director's service as a director until the 2008 annual meeting. Vested shares will be delivered to each Director upon Director's retirement or, if a Director makes an irrevocable advance election, when such Director's deferred shares vest.

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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