

TJX COMPANIES INC /DE/  
Form 8-K  
September 12, 2016

**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): September 12, 2016**

**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 8.01. Other Events.**

On September 12, 2016, The TJX Companies, Inc. (the Company) completed the issuance and sale of \$1,000,000,000 aggregate principal amount of 2.250% notes due 2026 of the Company (the Notes).

The Notes were registered pursuant to an automatically effective shelf registration statement on Form S-3 under the Securities Act of 1933, as amended (Registration Statement No. 333-213521) that was filed with the Securities and Exchange Commission on September 7, 2016.

The Notes were issued pursuant to a base indenture dated September 12, 2016 (the Base Indenture), as supplemented by the First Supplemental Indenture dated September 12, 2016 and executed by and between the Company and U.S. Bank National Association, as trustee. The Company is filing the executed Base Indenture and the First Supplemental Indenture as exhibits 4.1 and 4.2 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

No.	Description
4.1	Indenture dated September 12, 2016 between The TJX Companies, Inc. and U.S. Bank National Association, as Trustee.
4.2	First Supplemental Indenture, dated as of September 12, 2016 by and between The TJX Companies, Inc. and U.S. Bank National Association, as Trustee, including the form of Global Note attached as Annex A thereto.

**SIGNATURE**

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.

Date: September 12, 2016

By: /s/ Ann McCauley  
Name: Ann McCauley  
Title: Executive Vice President,

Secretary and General Counsel

**EXHIBIT INDEX**

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