## Edgar Filing: Herrman Ernie - Form 4

Herrman Ernie Form 4 July 17, 2009 <b>FORM 4</b> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction							OMB Number: Expires: Estimated a burden hour response			
1(b). (Print or Type Responses)										
Herrman Ernie S			er Name <b>and</b> OMPANII			-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. ] (M			3. Date of Earliest Transaction (Month/Day/Year) 07/16/2009				(Check all applicable) <u></u> Director 10% Owner <u></u> Officer (give title 0ther (specify below) SEVP, Group President			
			mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned		
1.Title of Security (Instr. 3)	(Month/Day/Year) Ex an	Transaction Date 2A. Deemed			sposed 4 and 3 (A)	equired l of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	OwnershipIndireForm: DirectBenef(D) orOwne	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)			
Stock	07/16/2009		М	10,000	А	ф 20.14	106,847	D		
Common Stock	07/16/2009		М	10,000	А	\$ 21.75	116,847	D		
Common Stock	07/16/2009		S	10,000	D	\$ 34.01	106,847	D		
Common Stock	07/16/2009		S	10,000	D	\$ 34.25	96,847	D		

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

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# 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. Transactic Code (Instr. 8)	5. Number of ctiorDerivative 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option $(1)$	\$ 20.14	07/16/2009		М		10,000	09/09/2004	09/09/2013	Common Stock	10,000
Option $(1)$	\$ 21.75	07/16/2009		М		10,000	09/08/2005	09/08/2014	Common Stock	10,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Herrman Ernie THE TJX COMPANIES, INC. 770 COCHITUATE ROAD FRAMINGHAM, MA 01701			SEVP, Group President				
Signatures							

Mary B. Reynolds, by Power of Attorney dated February 20, 07/17/2009

\*\*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) 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.