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November 30, 2016

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CERTIFIED MAIL/RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, NW
Washington, D.C. 20210

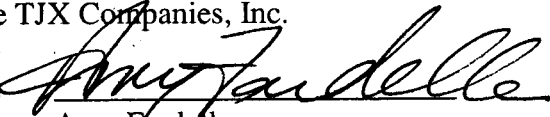
Dear Sir or Madam:

The following statement under Department of Labor Regulations § 2520.104-23 is being filed protectively with respect to the below-referenced Plan on the basis, but without conceding, that the Plan may constitute a "pension plan" within the meaning of Section 3(2) of the Employee Retirement Income Security act of 1974 (as amended, "ERISA"), and shall be construed accordingly:

Name and Address of Employer:	The TJX Companies, Inc. 770 Cochituate Road Framingham, MA 01701
Name of Plan:	Restricted Stock Unit Award to Ernie Herrman, dated as of January 29, 2016
Employer Identification Number:	04-2207613
Number of Plans Covered by Statement:	One
Number of Employees Eligible to Participate in Plan:	One

The employer maintains the Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. A copy of the Plan will be provided upon request.

The TJX Companies, Inc.

By: 
Amy Fardella

Title: EVP, Chief Human Resources Officer



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