

TJX COMPANIES INC /DE/  
Form FWP  
June 02, 2014

Filed pursuant to Rule 433

Registration Statement No. 333-188192

June 2, 2014

**THE TJX COMPANIES, INC.**

**Pricing Term Sheet**

**2.750% Notes due 2021**

<b>Issuer:</b>	The TJX Companies, Inc.
<b>Security:</b>	2.750% Notes due 2021
<b>Principal Amount:</b>	\$750,000,000
<b>Maturity:</b>	June 15, 2021
<b>Coupon:</b>	2.750%
<b>Price to Public:</b>	99.930% of face amount
<b>Yield to Maturity:</b>	2.761%
<b>Benchmark Treasury:</b>	2.000% due May 31, 2021
<b>Proceeds, Before Fees and Expenses:</b>	\$749,475,000
<b>Spread to Benchmark Treasury:</b>	+65 basis points
<b>Benchmark Treasury Yield:</b>	2.111%
<b>Interest Payment Dates:</b>	June 15 and December 15, beginning December 15, 2014
<b>Redemption Provisions:</b>	
<b>Make-Whole Call</b>	Prior to April 15, 2021, Treasury plus 10 basis points
<b>Par Call</b>	On or after April 15, 2021 at 100.000%
<b>Trade Date:</b>	June 2, 2014
<b>Settlement:</b>	T+3; June 5, 2014
<b>CUSIP:</b>	872539AA9

<b>Ratings:</b>	A3 (Moody's) / A+ (S&P)
<b>Joint Book-Running Managers:</b>	Deutsche Bank Securities Inc. HSBC Securities (USA) Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated Wells Fargo Securities, LLC
<b>Co-Managers:</b>	Barclays Capital Inc.  J.P. Morgan Securities LLC  RBS Securities Inc.  U.S. Bancorp Investments, Inc.  KeyBanc Capital Markets Inc.  BNY Mellon Capital Markets, LLC  Scotia Capital (USA) Inc.  TD Securities (USA) LLC  Fifth Third Securities, Inc.  PNC Capital Markets LLC

Santander Investment Securities Inc.

SunTrust Robinson Humphrey, Inc.

**Note: A securities rating is not a recommendation to buy, sell or hold these notes. Each rating may be subject to revision or withdrawal at any time, and should be evaluated independently of any other rating.**

**The issuer has filed a registration statement, including the preliminary prospectus supplement and accompanying prospectus, with the SEC for the offering to which this communication relates. Before you invest, you should read the registration statement, including the preliminary prospectus supplement and accompanying prospectus, and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the preliminary prospectus supplement and accompanying prospectus if you request it by calling Deutsche Bank Securities Inc. at 1-800-503-4611; HSBC Securities (USA) Inc. at 1-866-811-8049; Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322 or Wells Fargo Securities, LLC at 1-800-326-5897.**

**This pricing term sheet supplements and updates the information contained in the preliminary prospectus supplement issued by The TJX Companies, Inc. on June 2, 2014 relating to its prospectus dated April 29, 2013.**