

TJX COMPANIES INC /DE/

Form POS AM

April 18, 2005

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As filed with the Securities and Exchange Commission on April 18, 2005  
Registration No. 333-60540

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
Form S-3**

**REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**THE TJX COMPANIES, INC.**

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction  
of incorporation or organization)*

**04-2207613**

*(I.R.S. Employer  
Identification Number)*

**770 Cochituate Road  
Framingham, Massachusetts 01701  
(508) 390-1000**

*(Address, of principal executive offices, including zip code)*

**Jeffrey G. Naylor**

Senior Executive Vice President, Chief Financial Officer  
The TJX Companies, Inc.

770 Cochituate Road  
Framingham, Massachusetts 01701  
(508) 390-1000

*(Name and address, including zip code, and telephone  
number, including area code, of agent for service)*

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Please send copies of all communications to:

**Mary E. Weber, Esq.**  
Ropes & Gray LLP  
One International Place  
Boston, Massachusetts 02110  
(617) 951-7000



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**SIGNATURES**

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The TJX Companies, Inc. registered \$517,500,000 principal amount at maturity of Liquid Yield Option Notes Due 2021 (the LYONs ) and 16,905,172 shares of common stock (after giving effect to a stock split) issuable upon conversion of the LYONs (the Shares ) to allow selling securityholders to resell their LYONs and the Shares. As of the date of this Post-Effective Amendment, \$510,095,000 in principal amount at maturity of the LYONs and none of the Shares have been resold pursuant to the Registration Statement. This Post-Effective Amendment deregisters \$7,405,000 in principal amount at maturity of the LYONs and 16,905,172 of the Shares that were not sold pursuant to the Registration Statement.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Framingham, Commonwealth of Massachusetts, on the 18th day of April, 2005.

THE TJX COMPANIES, INC.

By: /s/ Edmond J. English  
 Name: Edmond J. English  
 Title: President and Chief Executive Officer

Pursuant to the requirement of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
* _____	President, Chief Executive Officer and Director	April 18, 2005
Edmond J. English /s/ Jeffrey G. Naylor _____	Senior Executive Vice President and Chief Financial Officer	April 18, 2005
Jeffrey G. Naylor * _____	Chairman and Director	April 18, 2005
Bernard Cammarata _____	Director	April 18, 2005
David A. Brandon * _____	Director	April 18, 2005
Gary L. Crittenden _____		

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Signature	Title	Date
* _____ Gail Deegan	Director	April 18, 2005
* _____ Dennis F. Hightower	Director	April 18, 2005
* _____ Richard G. Lesser	Director	April 18, 2005
* _____ John F. O'Brien	Director	April 18, 2005
* _____ Robert F. Shapiro	Director	April 18, 2005
* _____ Willow B. Shire	Director	April 18, 2005
_____ Fletcher H. Wiley		

\*By: /s/ Edmond J. English

Edmond J. English, for himself and as  
attorney-in-fact