FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
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| heck this box if no longer subject |
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| Section 16. Form 4 or Form 5 |
| oligations may continue. See |
| etruction 1(h) |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Sutton Doniel | | | | | 2. Issuer Name and Ticker or Trading Symbol ROSS STORES, INC. [ROST] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|--|--|---------------------------------|--------------------------------|---|--|--------|---|---------------------|--------------------------|--------------------|---|-------------------------------|---|---|--|---------|---|---|
| ——— | <u>Donici</u> | | | | | | | | | | | | | _ | X Direc | tor er (give title | | 10% Ov Other (s | |
| (Last) (First) (Middle) 5130 HACIENDA DRIVE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/11/2021 | | | | | | | | | belov | | | below) | specify | |
| (Street) | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| DUBLIN | I CA | 1 9 | 4568 | | | | | | | | | | | : | _ | filed by On | | Ü | |
| | | | | | | | | | | | | | | | Form Perso | filed by Mo on | re thar | n One Rep | orting |
| (City) | (St | ate) (2 | Zip) | | | | | | | | | | | | | | | | |
| | | Table | I - Nor | n-Deriva | tive S | Secu | rities | Acq | uired, | Dis | posed of | , or E | Bene | eficia | lly Own | ed | | | |
| Date | | | 2. Transac Date (Month/Da | | Exe if an | . Deemed ecution Date, any onth/Day/Year) | | 3. 4. Securitie Transaction Code (Instr. 8) 5, | | | | | | Benefic | ies cially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | (A) |) or) | Price | Transa | ction(s) 3 and 4) | | | , |
| Common Stock | | | | 03/11/2 | 2021 | | | | A | | 2,234(1) |) A | | \$0 | 2,234 | | | D | |
| | 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) | if any | emed on Date, (Day/Year) | | Transaction Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Exerci on Da Day/Y | | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) | | nstr. | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transactions (Instr. 4) | y [0 | 10. Ownership Form: Direct (D) or Indirect I) (Instr. 4) | Beneficial Ownership t (Instr. 4) |
| | | | | Code | | v | (A) | (D) | Date Exercisable | | Expiration Date | Title | Amo or Num of Sha | nber | | | | | |

Explanation of Responses:

1. Shares issued under the terms of the 2017 Equity Incentive Plan. Shares become vested as follows: 1/3 on May 24, 2022, 1/3 on May 24, 2023 and 1/3 on May 24, 2024.

/s/ Ken Jew for Doniel Sutton 03/12/2021

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.