SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	_		Estimated aver hours per resp	0	0.5
1. Name and Address of Reporting Perso <u>RENTLER BARBARA</u>	n*	2. Issuer Name and Ticker or Trading Symbol <u>ROSS STORES, INC.</u> [ROST]		all applicabl Director	,	10% Owner	
(Last) (First) 5130 HACIENDA DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/24/2020	Х	Officer (giv below) Chief	ve title Executive C	Other (spec below) Officer	ify
(Street) DUBLIN CA (City) (State)	94568 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	Form filed	t/Group Filing (by One Report by More than (ting Person	
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/24/2020		A		60,676 ⁽¹⁾	A	\$ <mark>0</mark>	413,699 ⁽²⁾	D	
Common Stock	08/24/2020		F		9,710	D	\$89.31	403,989	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D	r osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Shares issued pursuant to settlement of a performance share award under the terms of the 2017 Equity Incentive Plan. Shares become vested as follows: 18,203 shares vest as of August 24, 2020, 18,203 shares vest as of March 12, 2021, and 24,270 shares vest as of March 18, 2022.

2. Securities Beneficially Owned includes shares acquired pursuant to issuer's employee stock purchase plan in a transaction exempt under Rule 16b-3.

<u>/s/ Ken Jew for Barbara</u>	08/26/2020
<u>Rentler</u> ** 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.

Check this box if no longer subject \frown

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