

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

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

1. Name and Address of Reporting Person* <u>FASSIO JAMES S</u>  (Last) (First) (Middle) 4440 ROSEWOOD DRIVE, BUILDING 4  (Street) PLEASANTON CA 94588  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ROSS STORES INC [ ROST ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below) <u>President, Chief Dev. Officer</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>02/02/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	04/14/2003		G5	12,255	D	\$0.00	479,696 <sup>(2)</sup>	D	
Common Stock	04/14/2003		G5	12,255	A	\$0.00	12,255	I	by Trust A <sup>(1)</sup>
Common Stock	12/31/2004		G5	206	D	\$0.00	479,490	D	
Common Stock	12/31/2004		G5	206	A	\$0.00	12,461	I	by Trust A <sup>(1)</sup>
Common Stock	03/22/2005		G5	1,227	D	\$0.00	478,263	D	
Common Stock	03/22/2005		G5	1,227	A	\$0.00	13,688	I	by Trust A <sup>(1)</sup>
Common Stock	06/30/2008		G5	208	D	\$0.00	478,055	D	
Common Stock	06/30/2008		G5	208	A	\$0.00	13,896	I	by Trust A <sup>(1)</sup>
Common Stock	09/30/2008		G5	396	D	\$0.00	477,659	D	
Common Stock	09/30/2008		G5	396	A	\$0.00	14,292	I	by Trust A <sup>(1)</sup>
Common Stock	12/31/2008		G5	226	D	\$0.00	477,433	D	
Common Stock	12/31/2008		G5	226	A	\$0.00	14,518	I	by Trust A <sup>(1)</sup>
Common Stock	02/09/2009		G5	55,770	D	\$0.00	421,663	D	
Common Stock	02/09/2009		G5	55,770	A	\$0.00	70,288	I	by Trust A <sup>(1)</sup>
Common Stock	03/31/2009		G5	15,052	D	\$0.00	406,611	D	
Common Stock	03/31/2009		G5	15,052	A	\$0.00	85,340	I	by Trust A <sup>(1)</sup>
Common Stock	06/30/2009		G5	380	D	\$0.00	406,231	D	
Common Stock	06/30/2009		G5	380	A	\$0.00	85,720	I	by Trust A <sup>(1)</sup>
Common Stock	09/30/2009		G5	308	D	\$0.00	405,923	D	
Common Stock	09/30/2009		G5	308	A	\$0.00	86,028	I	by Trust A <sup>(1)</sup>

**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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/31/2009		G5	138	D	\$0.00	405,785	D	
Common Stock	12/31/2009		G5	138	A	\$0.00	86,166	I	by Trust A <sup>(1)</sup>
Common Stock	03/16/2010		G5	14,384	D	\$0.00	391,401	D	
Common Stock	03/16/2010		G5	14,384	A	\$0.00	100,550	I	by Trust A <sup>(1)</sup>
Common Stock	03/31/2010		G5	274	D	\$0.00	391,127	D	
Common Stock	03/31/2010		G5	274	A	\$0.00	100,824	I	by Trust A <sup>(1)</sup>
Common Stock	04/12/2010		G5	26,492	D	\$0.00	364,635	D	
Common Stock	04/12/2010		G5	26,492	A	\$0.00	127,316	I	by Trust A <sup>(1)</sup>
Common Stock	06/30/2010		G5	274	D	\$0.00	364,361	D	
Common Stock	06/30/2010		G5	274	A	\$0.00	127,590	I	by Trust A <sup>(1)</sup>

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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)
					(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Securities held in the name of James S. Fassio Revocable Trust.
- Securities Beneficially Owned includes shares acquired pursuant to issuer's employee stock purchase plan in a transaction exempt under Rule 16b-3.

**Remarks:**

One of Two Forms

/s/ JAMES S. FASSIO  
President, Chief Development 03/13/2013  
Officer

\*\* 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.

ROSS STORES, INC.

POWER OF ATTORNEY

The undersigned hereby authorizes John G. Call, Group Senior Vice President; Deon Riley, Senior Vice President, Human Resources; Ken Jew, Vice President, Corporate Counsel and Assistant Corporate Secretary; and Monte Young, Senior Director, Compensation-HRIM of Ross Stores, Inc. (the "Company"), to execute for and on behalf of the undersigned, in the undersigned's capacity as an officer or director of the Company, Form ID Uniform Application for Access Codes and Passwords to File on EDGAR, Forms 4 and 5, and any amendments thereto, and cause such form(s) to be filed with the United States Securities and Exchange Commission pursuant to Section 16(a) of the Securities Act of 1934, relating to the undersigned's beneficial ownership of securities in the Company. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 4 and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

In Witness Whereof, the undersigned has caused this Power of Attorney to be executed as of this 7th day of March, 2013.

/s/ James Fassio

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