SEC Form 4

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	Idress of Reporting		2. Issuer Name and Ticker or Trading Symbol ROSS STORES INC [ROST]		ationship of Reporting Pok all applicable)	erson(s) to Issuer	
<u>KENILER</u>	<u>C BAKBAKA</u>	-		X	Director	10% Owner	
(Last) 5130 HACIE	(First) ENDA DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/22/2024	X	Officer (give title below) CHIEF EXECUTIV	Other (specify below) /E OFFICER	
			4. If Amendment, Date of Original Filed (Month/Day/Year)		vidual or Joint/Group Fil	ng (Check Applicable	
(Street)	NTLER BARBARA ROSS STORES, INC. [ROST (First) (Middle) (First) (Middle) (HACIENDA DRIVE 3. Date of Earliest Transaction (Month/Da (Middle) 03/22/2024 (Hacienda Drive) 4. If Amendment, Date of Original Filed (Note) (State) (Zip)			Line)			
DUBLIN	CA	94568			Form filed by One Re	porting Person	
					Form filed by More th Person	an One Reporting	
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication				
			Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See			an that is intended to	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Tuble 1 - Non-Derivative Occurrics Acquirea, Disposed of, of Deficientially 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.		4. Securities A Disposed Of (5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/22/2024		A		121,058(1)	A	\$0	421,123	D	
Common Stock	03/22/2024		F		60,473	D	\$145.37	360,650	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv	Expiration Date (Month/Day/Year) irited r osed) . 3, 4		Deriv	unt of rities rlying ative rity (Instr.	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: 36,318 shares vest as of March 22, 2024, 36,318 shares vest as of March 21, 2025 and 48,422 shares vest as of March 20, 2026.



** Signature of Reporting Person Date

03/26/2024

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 to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).