# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549



# CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): January 23, 2013

**ROSS STORES, INC.** 

(Exact name of registrant as specified in its charter)

**Delaware** (State or other jurisdiction of

incorporation)

**0-14678** (Commission File No.)

94-1390387 (I.R.S. Employer Identification No.)

4440 Rosewood Drive, Pleasanton, California, 94588-3050 (Address of principal executive offices)

Registrant's telephone number, including area code: (925) 965-4400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On January 23, 2013 and effective that same day, Mr. Lawrence S. Peiros was elected as a member of the Board of Directors of Ross Stores, Inc. (the "<u>Company</u>"), to fill the vacant seat in Class I, with an initial term expiring at the Company's 2014 Annual Stockholders Meeting. Mr. Peiros is an independent director under the corporate governance requirements of the Listing Rules of the Nasdaq Stock Market.

Mr. Peiros will receive cash compensation and will be granted restricted stock for his services on the Board of Directors and any applicable committees, in accordance with the Company's standard fee arrangements and as approved by the Compensation Committee.

A copy of the press release announcing Mr. Peiros' election is attached hereto as Exhibit 99.1.

#### Item 9.01 Financial Statements and Exhibits. (d) Exhibits.

Exhibit

No.Description99.1January 24, 2013 Press Release by Ross Stores, Inc.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 24, 2013

# **ROSS STORES, INC.**

Registrant

By: /s/J. Call

John G. Call Group Senior Vice President, Chief Financial Officer and Corporate Secretary

Exhibit	
No.	Description
99.1	January 24, 2013 Press Release by Ross Stores, Inc.





### FOR IMMEDIATE RELEASE

Contact: Michael Hartshom Senior Vice President Deputy Chief Financial Officer (925)965-4503 Connie Wong Senior Manager, Investor Relations (925)965-4668 connie.wong@ros.com

## LARRY S. PEIROS JOINS ROSS STORES BOARD OF DIRECTORS

Pleasanton, California, January 24, 2013 – Ross Stores, Inc. (Nasdaq: ROST) announced today that Larry S. Peiros has been elected to its Board of Directors effective immediately.

Mr. Peiros, age 57, has spent over 30 years at The Clorox Company, a leading multinational manufacturer of consumer and professional products, where he has served as Executive Vice President and Chief Operating Officer since 2011. Previously, he was the company's Executive Vice President and Chief Operating Officer of Clorox North America which included responsibility for Marketing, Sales, Research and Development and Product Supply. Mr. Peiros also serves on the board of directors of Potlatch Corporation, a timberland real estate investment trust. He holds a bachelor's degree from Dartmouth College and a master's degree in business administration from Stanford University.

In commenting on this news, Michael Balmuth, Vice Chairman and Chief Executive Officer of Ross Stores, stated, "We are delighted to have Larry Peiros join our Board of Directors. He brings more than three decades of in-depth brand management and consumer marketing experience to our Board, which we believe will make him a valuable resource for the Company and our stockholders."

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Ross Stores, Inc. is an S&P 500, Fortune 500 and Nasdaq 100 (ROST) company headquartered in Pleasanton, California, with fiscal 2011 revenues of \$8.6 billion. The Company operates Ross Dress for Less<sup>®</sup> ("Ross"), the largest off-price apparel and home fashion chain in the United States with 1,097 locations in 33 states, the District of Columbia and Guam. Ross offers first-quality, in-season, name brand and designer apparel, accessories, footwear and home fashions for the entire family at everyday savings of 20% to 60% off department and specialty store regular prices. The Company also operates 108 dd's DISCOUNTS<sup>®</sup> in eight states that feature a more moderately-priced assortment of first-quality, in-season, name brand apparel, accessories, footwear and home fashions for the entire family at everyday savings of 20% to 70% off moderate department and discount store regular prices. Additional information is available at www.rossstores.com.