

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

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Form 8-K

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

Date of report (date of earliest event reported):  
May 22, 2012

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

(b) On May 22, 2012, Mr. Donald H. Seiler resigned as a member of the Board of Directors of Ross Stores, Inc. (the “Company”) and from the Audit Committee and the Nominating and Corporate Governance Committee of the Company’s Board of Directors, effective as of the close of business June 1, 2012. Mr. Seiler is retiring after 30 years of service on the Company’s Board of Directors.

**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: May 24, 2012

**ROSS STORES, INC.**

Registrant

By: /s/M. LeHocky

Mark LeHocky

Senior Vice President, General Counsel and Corporate  
Secretary

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