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

1. Name and Address of Reporting Person* BALMUTH MICHAEL					d Ticker or Tra ES, INC.	0,	(Check	tionship of Reportir all applicable) Director Officer (give title	10% 0			
(Last) 5130 HACIEI	(First) NDA DRIVE	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) X Onloch (give due below) 05/28/2021 Strategic A)		
(Street)	СА	94568	4. If Amen	dment, [Date of Origina	l Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Grou Form filed by One				
(City)	(State)	(Zip)						Form filed by Mo Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Transaction Date				ned n Date,	3. Transaction	4. Securities Acquired (A) or 5. Amount of 6. Ov Disposed Of (D) (Instr. 3, 4 and 5) Securities Form				7. Nature of Indirect		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)			Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	05/28/2021		S		1,000	D	\$125.92 ⁽¹⁾	49,145	D	
Common Stock	05/28/2021		S		48,377 ⁽²⁾	D	\$126.0372 ⁽³⁾	768(4)	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		6. Date Exerc Expiration Da (Month/Day/Y	and 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)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$124.79 to \$126.86, inclusive. The reporting person undertakes to provide to Ross Stores, Inc., any security holder of Ross Stores, Inc., and to the staff of the Securities and Exchange Commission upon request, full information regarding the numbers of shares sold at each separate price within this price range.

2. Shares were sold pursuant to the terms of a pre-established 10b5-1 Plan established on September 18, 2020.

3. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$124.75 to 126.76, inclusive. The reporting person undertakes to provide to Ross Stores, Inc., any security holder of Ross Stores, Inc., and to the staff of the Securities and Exchange Commission upon request, full information regarding the numbers of shares sold at each separate price within this price range.

4. Securities Beneficially Owned includes 50 shares acquired on 3/31/2021 pursuant to issuer's employee stock purchase plan in a transaction exempt under Rule 16b-3.

/s/ Ken Jew for Michael **Balmuth**

** Signature of Reporting Person Date

06/01/2021

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.