**ROSS STORES INC** Form 4

March 28, 2016

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

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**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

|                     | address of Repo |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol      | 5. Relationship of Reporting Person(s) to Issuer                                                                                        |  |  |  |
|---------------------|-----------------|----------|---------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|--|--|--|
| (Last)              | (First)         | (Middle) | ROSS STORES INC [ROST]  3. Date of Earliest Transaction | (Check all applicable)                                                                                                                  |  |  |  |
| 5130 HACIENDA DRIVE |                 |          | (Month/Day/Year)<br>03/24/2016                          | _X Director 10% Owner X Officer (give title Other (specification) below)  Chairman, Executive                                           |  |  |  |
| DUBLIN, C           | (Street)        |          | 4. If Amendment, Date Original Filed(Month/Day/Year)    | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |  |  |
| (City)              | (State)         | (Zip)    | Table I - Non-Derivative Securities A                   | Person Acquired, Disposed of, or Beneficially Owner                                                                                     |  |  |  |

| ` •                    | · · · · ·                               | 1 al                          | ole I - Noll-   | -Derivative  | Secur     | iues Acquire   | ea, Disposea oi, (                       | or beneficially              | y Owned                               |
|------------------------|-----------------------------------------|-------------------------------|-----------------|--------------|-----------|----------------|------------------------------------------|------------------------------|---------------------------------------|
| 1.Title of<br>Security | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if |                 | orDisposed o | of (D)    | uired (A) or   | 5. Amount of Securities                  | 6.<br>Ownership              | 7. Nature of Indirect                 |
| (Instr. 3)             |                                         | any<br>(Month/Day/Year)       | Code (Instr. 8) | (Instr. 3, 4 | and 5)    |                | Beneficially Owned Following             | Form: Direct (D) or Indirect | Beneficial<br>Ownership<br>(Instr. 4) |
|                        |                                         |                               |                 |              | (A)<br>or |                | Reported Transaction(s) (Instr. 2 and 4) | (I)<br>(Instr. 4)            | · · · ·                               |
| Common                 |                                         |                               | Code V          | Amount       | (D)       | Price<br>\$    | (Instr. 3 and 4)                         |                              |                                       |
| Common<br>Stock        | 03/24/2016                              |                               | S               | 135,128      | D         | 57.5304<br>(1) | 139,628                                  | D                            |                                       |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Titl<br>Deriv<br>Secur<br>(Instr. | ative<br>ity | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transac<br>Code<br>(Instr. 8 | 5. tiorNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) | s<br>I              | ate                | Amou<br>Under<br>Secur | le and<br>unt of<br>rlying<br>rities<br>. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|--------------------------------------|--------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|------------------------------------|-------------------------------------------------------------------------|---------------------|--------------------|------------------------|----------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                      |              |                                                                       |                                         |                                                             | Code \                             | (Instr. 3,<br>4, and 5)                                                 | Date<br>Exercisable | Expiration<br>Date | Title                  | Amount<br>or<br>Number<br>of<br>Shares             |                                                     |                                                                             |

# **Reporting Owners**

| Reporting Owner Name / Address                             | Relationships |           |                        |       |  |  |  |  |
|------------------------------------------------------------|---------------|-----------|------------------------|-------|--|--|--|--|
| reporting of more runner remarks                           | Director      | 10% Owner | Officer                | Other |  |  |  |  |
| BALMUTH MICHAEL<br>5130 HACIENDA DRIVE<br>DUBLIN, CA 94568 | X             |           | Chairman,<br>Executive |       |  |  |  |  |

# **Signatures**

/s/ Ken Jew for Michael
Balmuth
03/28/2016

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).

The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.20 to \$58.15, 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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