

ROSS STORES INC
Form 5
December 04, 2015

FORM 5

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
RENTLER BARBARA

(Last) (First) (Middle)

5130 HACIENDA DRIVE

(Street)

DUBLIN, CA 94568

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROSS STORES INC [ROST]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
01/31/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-----------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock | Â | Â | 3 | Â | Â | Â | Â | D | Â |
| Common Stock | 04/02/2001 | Â | P4(3) | 52 (4) (5) | A | \$ 4.7655 | 354,445 | D | Â |
| Common Stock | 07/02/2001 | Â | P4(3) | 40 (4) (6) | A | \$ 6.165 | 354,485 | D | Â |
| Common Stock | 10/01/2001 | Â | P4(3) | 34 (4) (7) | A | \$ 7.5125 | 354,519 | D | Â |

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| | | | | | | | | | |
|--------------|------------|---|-------------------|----------------------------------|---|------------|------------------------|---|---|
| Common Stock | 01/02/2002 | Â | P4 ⁽³⁾ | 38 ⁽⁴⁾ <u>(8)</u> | A | \$ 8.1675 | 354,557 | D | Â |
| Common Stock | 04/01/2002 | Â | P4 ⁽³⁾ | 39 ⁽⁴⁾ <u>(9)</u> | A | \$ 9.0125 | 354,596 | D | Â |
| Common Stock | 07/01/2002 | Â | P4 ⁽³⁾ | 35 ⁽⁴⁾ <u>(10)</u> | A | \$ 10.035 | 354,631 | D | Â |
| Common Stock | 10/01/2002 | Â | P4 ⁽³⁾ | 40 ⁽⁴⁾ <u>(6)</u> | A | \$ 8.8125 | 354,671 | D | Â |
| Common Stock | 01/02/2003 | Â | P4 | 33 ⁽⁴⁾ <u>(11)</u> | A | \$ 10.8075 | 354,704 | D | Â |
| Common Stock | 04/01/2003 | Â | P4 ⁽³⁾ | 47 ⁽⁴⁾ <u>(12)</u> | A | \$ 9.125 | 354,751 | D | Â |
| Common Stock | 07/01/2003 | Â | P4 ⁽³⁾ | 39 ⁽⁴⁾ <u>(9)</u> | A | \$ 10.7525 | 354,790 | D | Â |
| Common Stock | 10/01/2003 | Â | P4 ⁽³⁾ | 36 ⁽⁴⁾ <u>(13)</u> | A | \$ 12.06 | 354,826 <u>(14)</u> | D | Â |

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) | (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RENTLER BARBARA 5130 HACIENDA DRIVE DUBLIN, CA 94568 | Â X | Â | Â Chief Executive Officer | Â |

Signatures

/s/John Call for Barbara
Rentler

12/04/2015

__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 amount shown has been corrected to include an additional 215 shares that are held by the reporting person at the end of the latest fiscal year (FYE January 31, 2015) and that were inadvertently omitted from the Form 3 filed on 3/22/2001. The underlying shares were beneficially and directly owned at the time the reporting person became an officer for purposes of reporting under Sec. 16(a). Subsequent to the original Form 3 filing date and through January 31, 2015, there have been two stock splits. Each split was 2:1. The original (pre-split) number of additional shares of common stock beneficially owned and that should have been reported in the Form 3 was 53.75. The amount shown is the resulting number of shares held at the end of the latest fiscal year, taking into account such additional shares and all other transactions by the reporting person through January 31, 2015, other than the additional transactions reported below on this Form 5.
- (1) Securities Beneficially Owned includes 245 shares acquired during the prior fiscal year pursuant to issuer's employee stock purchase plan in a transaction exempt under Rule 16b-3.
- (2) This resulted in a matching transaction with a nominal short swing profit, which has been paid over to the Company.

Amount shown is the resulting number of shares held at the end of the latest fiscal year (FYE January 31, 2015). The underlying shares were beneficially acquired on the transaction date shown in column 2, as a result of purchases under a broker-administered dividend reinvestment program. Subsequent to the original acquisition date and through January 31, 2015, there have been two stock splits (each paid in the form of a stock dividend). Each split was 2:1.
- (3) The original (pre-split) number of additional shares of common stock acquired was 13.
- (4) The original (pre-split) number of additional shares of common stock acquired was 10.
- (5) The original (pre-split) number of additional shares of common stock acquired was 8.5.
- (6) The original (pre-split) number of additional shares of common stock acquired was 9.5
- (7) The original (pre-split) number of additional shares of common stock acquired was 9.75.
- (8) The original (pre-split) number of additional shares of common stock acquired was 8.75.
- (9) The original (pre-split) number of additional shares of common stock acquired was 8.25.
- (10) The original (pre-split) number of additional shares of common stock acquired was 11.75.
- (11) The original (pre-split) number of additional shares of common stock acquired was 9.
- (12) Amounts of securities beneficially owned as reported in this Form 5 are as of the end of the latest fiscal year (FYE January 31, 2015).

(13) They are not adjusted to reflect the 2:1 stock split (in the form of a 100 percent stock dividend) paid on June 11, 2015 to stockholders of record as of April 22, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.