

Explanatory Note: This Form 8-K/A amends the Form 8-K previously filed on September 30, 2015, to provide updated information reported under Item 5.02(b).

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

(b) On September 26, 2016, Ross Stores, Inc. (the “Company”) and Lisa Panattoni, the Company’s President, Merchandising, Ross Dress for Less, entered into an Executive Employment Agreement (the “Agreement”) setting forth revised terms and timing relating to Ms. Panattoni’s planned retirement.

The Agreement contemplates that Ms. Panattoni will continue to serve in her current position as President, Merchandising, Ross Dress for Less, through July 31, 2018, and then cease to serve in that position and instead be employed as a Consultant for the Company from August 1, 2018 through July 31, 2020. In both roles, she will continue to report to the Company’s Chief Executive Officer.

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: September 29, 2016
ROSS STORES, INC.
Registrant

By: /s/K. Jew
Ken Jew
Senior Vice President, General Counsel and Assistant Corporate Secretary