

Ross Stores Inc.
ANNUAL MEETING OF SHAREHOLDERS
22ND MAY 2024
QUESTIONS FROM DWS INVESTMENT GMBH

Dear Mr Michael Balmuth,
Dear Mr K. Gunnar Bjorklund,
Dear Ms Barbara Rentler,
Dear Members of the Board,

DWS Investment GmbH, also acting on behalf of funds of DWS Investment S.A. (incl. SICAVs and PLCs) and certain institutional mandates of DWS International GmbH, all according to delegation agreements (hereafter DWS), is one of the largest asset managers in Europe. As a responsible investor in Ross Stores Inc., it is part of our fiduciary duty to express our expectations in the best interest of our clients. Our commitment to environmental, social and governance practices (ESG) is a crucial element of our responsibilities and forms an integral part of our investment process.

Ahead of your 2024 annual general meeting of shareholders (AGM), we would like to share our questions with you. We would greatly appreciate your answers in written form. Please note that we will also share our questions on our website (www.dws.com) on the day of your AGM. Thank you for your consideration.

Independence of the Board and the Compensation Committee

Qualified, experienced and independent directors are essential for competent and efficient decision-making processes at board and committee level. Having a majority of independent members serving on the board as well as an independent chairperson is important for us to ensure challenging board discussions.

We appreciate the work of Mr. K. Gunnar Bjorklund, Mr. Michael Bush, Ms. Sharon Garrett and Mr. George Orban. However, as their tenure with the company has exceeded ten years as on the ensuing AGM, it contradicts our DWS Corporate Governance and Proxy Voting Policy with respect to director independence. As a result, the Board's independence percentage is 36%.

Our DWS Corporate Governance and Proxy Voting Policy requires that the board must have a majority of independent directors.

QUESTION 1: Will you consider appointing additional independent directors in the near future to ensure majority of independent directors on the Board?

Our expectation on independence also extends to the board's committees. Having at least 50% independent members serving on the board's committees is important for us to ensure challenging discussions and decision making.

We observe that the Compensation committee has a non-independent chairperson. This falls short of the expectation of our DWS Corporate Governance and Proxy Voting Policy, which requires an independent chairperson on key committees.

QUESTION 2: Would you consider appointing an independent chair on the Compensation committee before the next AGM?

Executive Remuneration

Executive pay is one of the most important aspects of good corporate governance as it is one of the signals for a well-operated and supervised business. Our expectation is that the board ensures full transparency, clear and plausible key performance indicators for investors, the structure of the incentives encourages the achievement of corporate financial, social and environmental objectives and the amount ultimately granted is in line with performance.

With regard to sustainability, DWS expects investee companies to not only integrate material ESG/ non-financial factors into their daily business and strategy, rather also to establish and disclose a clear link between their stated ESG/non-financial targets and their remuneration systems. The variable pay components should reflect ESG-related targets which are meaningful, ideally quantifiable and reflect a material ESG priority for the company.

In this regard, we still see room for improvement because the current remuneration arrangements for the executive directors do not contain any meaningful ESG-related targets.

QUESTION 3: Would you consider incorporating ESG-related targets into the remuneration policy/system? Can we expect enhanced disclosure on these targets, their weights, and achievements against each of these targets in the 2024 annual report?

We also expect that part of the variable compensation of executive directors is geared to the long-term success of the company.

As per the company's current long-term equity incentive program, while the performance shares granted to the executives have a three-year vesting period, the performance period for these awards is only one year, which is market lagging. Thus, the long-term variable awards for the company's executives are measured over a period of less than three years which falls short of DWS expectations.

QUESTION 4: Can we expect an increase in the performance period to at least three years, for metrics used under the company's long-term incentive awards?

Rotation of External Auditors

We place high value on the quality and independence of auditors. A strong degree of transparency regarding the audit fees, the proportionality and limitations on audit and non-audit fees, the tenure of the audit firm and the lead audit partner is key for DWS to assess whether ratifications for audit firms are deemed responsibly.

We regard regular rotation of both the audit firm (after ten years at the latest) and the lead audit partner (after five years at the latest) as a reasonable measure to ensure reliable, independent and critical evaluation of a firm's accounts.

We note that Deloitte & Touche LLP have been associated with the company since 1982.

QUESTION 5: Can we expect a rotation of the audit firm before the next AGM?

To conclude, we would like to thank all members of the Board and all the employees of Ross Stores Inc. on their commitment and dedication.

Thank you in advance for your answers.