Edgar Filing: Boot Barn Holdings, Inc. - Form 4

Boot Barn Ho	ldings, Inc.									
Form 4										
May 24, 2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL	
CUNIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check this						Expires:	January 31			
if no longe subject to	STATEM	ENT OF CHAN	NGES IN I	BENEFI	CIAI	LOW	NERSHIP OF	Estimated a	2005 average	
Section 16	•		SECUR	ITIES					irden hours per	
Form 4 or Form 5	D 11 1			a				response 0.5		
obligations	- -	suant to Section				-	-			
may contin	nue. Section 17(a	a) of the Public U 20(h) of the U	•	•				n		
<i>See</i> Instruct 1(b).	ction	30(h) of the I	ivestment	Company	y Aci	01 19	40			
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person *2. Issuer IMorris Brenda ISymbol				Ticker or 7		-	5. Relationship of Reporting Person(s) to Issuer			
	arn Holdin	gs, Inc. [BOC) T]	(Check all applicable)					
(Last)	(Last) (First) (Middle) 3. Date of 1						()			
	Day/Year)				X_ Director 10% Owner Officer (give title Other (specify					
	BARN HOLDINO BARRANCA PH		2016				below)	below)	er (specify	
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check			
IRVINE, CA	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting									
							Person			
(City)	(State) ((State) (Zip) 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	Code) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	(A) of (D 4 and (A) or)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common	051001001				. ,		0.000	D		
Stock	05/20/2016		A <u>(1)</u>	5,967	А	\$0	9,092	D		

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

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 control number.

 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. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
Morris Brenda I C/O BOOT BARN HOLDINGS, INC. 15345 BARRANCA PKWY IRVINE, CA 92618		Х						
Signatures								
/s/ Brenda I. Morris	05/24/2016							
**Signature of	Date							

**Signature of Reporting Person

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).
- (1) Consists of shares underlying restricted stock units granted under the Company's 2014 Equity Incentive Plan, subject to vesting on the first anniversary of the date of grant.

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.