

Love Michael A
Form 3
February 08, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Love Michael A

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/29/2019

3. Issuer Name **and** Ticker or Trading Symbol
Boot Barn Holdings, Inc. [BOOT]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

Senior Vice President Stores

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

C/O BOOT BARN HOLDINGS,
INC.,Â 15345 BARRANCA
PKWY

(Street)

IRVINE,Â CAÂ 92618

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

7,882 ⁽¹⁾

D

Â

Common Stock

1,962

D

Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Options	Â (2)	06/05/2025	Common Stock	20,246	\$ 6.15	D	Â
Options	Â (3)	05/20/2024	Common Stock	11,040	\$ 7.11	D	Â
Options	Â (4)	06/20/2024	Common Stock	22,500	\$ 11.14	D	Â
Options	Â (5)	05/24/2026	Common Stock	15,882	\$ 23.92	D	Â
Options	Â (6)	06/09/2023	Common Stock	3,470	\$ 28.82	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Love Michael A C/O BOOT BARN HOLDINGS, INC. 15345 BARRANCA PKWY IRVINE,Â CAA 92618	Â	Â	Â Senior Vice President	Â Stores

Signatures

/s/ Michael A.
Love

02/08/2019

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 that are subject to vesting over either a four or five-year period from their respective dates of grant.
- (2) The options were granted under the Company's 2014 Equity Incentive Plan and one quarter of the options will vest on each of June 5, 2019, June 5, 2020, June 5, 2021 and June 5, 2022.
- (3) The options were granted under the Company's 2014 Equity Incentive Plan and one third of the options will vest on each of May 20, 2019, May 20, 2020 and May 20, 2021.
- (4) The options were granted under the Company's 2011 Equity Incentive Plan and 22,500 options will vest on June 20, 2019.
- (5) The options were granted under the Company's 2014 Equity Incentive Plan and one quarter of the options will vest on each of May 24, 2019, May 24, 2020, May 24, 2021 and May 24, 2022.
- (6) The options were granted under the Company's 2014 Equity Incentive Plan. Of such options 2,082 options are currently vested and 1,388 options remain subject to vesting. Of the remaining unvested options, one half will vest on each of June 9, 2019 and June 9, 2020.

Â

Remarks:

ExhibitÂ 24.1Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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