

Grijalva Laurie Marie
Form 4
September 04, 2018

FORM 4

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

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Grijalva Laurie Marie

(Last) (First) (Middle)

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

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Boot Barn Holdings, Inc. [BOOT]

3. Date of Earliest Transaction
(Month/Day/Year)

08/30/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Merchandise Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/30/2018		M		9,813	A	\$ 6 18,327
Common Stock	08/30/2018		S		9,813	D	\$ 29.9 8,514
Common Stock	08/30/2018		M		3,375	A	\$ 6.15 11,889
Common Stock	08/30/2018		S		3,375	D	\$ 29.9 8,514
Common Stock	08/30/2018		M		8,200	A	\$ 7.11 16,714

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Common Stock	08/30/2018	S	8,200	D	\$ 29.9	8,514	D
Common Stock	08/30/2018	M	19,625	A	\$ 8	28,139	D
Common Stock	08/30/2018	S	19,625	D	\$ 29.9	8,514	D
Common Stock	08/30/2018	S	766	D	\$ 29.9	7,748	D

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. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 6	08/30/2018		M		9,813		<u>(2)</u>	01/27/2022	Common Stock	9,813
Options	\$ 6.15	08/30/2018		M		3,375		<u>(1)</u>	06/05/2025	Common Stock	3,375
Options	\$ 7.11	08/30/2018		M		8,200		<u>(1)</u>	05/20/2024	Common Stock	8,200
Options	\$ 8	08/30/2018		M		19,625		<u>(2)</u>	01/27/2022	Common Stock	19,625

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Grijalva Laurie Marie C/O BOOT BARN HOLDINGS, INC. 15345 BARRANCA PKWY	Chief Merchandise Officer

IRVINE, CA 92618

Signatures

/s/ Laurie Marie

09/04/2018

Grijalva

__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).
- (1) The options were granted under the Company's 2014 Equity Incentive Plan and are fully vested and currently exercisable.
- (2) The options were granted under the Company's 2011 Equity Incentive Plan and are fully vested and currently exercisable.

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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