

Burlington Stores, Inc.  
Form 4  
May 02, 2014

**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 \*  
**MAGRINI JOYCE MANNING**

(Last) (First) (Middle)

**C/O BURLINGTON STORES,  
INC., 1830 ROUTE 130**

(Street)

**BURLINGTON, NJ 08016**

(City) (State) (Zip)

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

**Burlington Stores, Inc. [BURL]**

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

**04/30/2014**

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)

**EVP - Human Resources**

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/30/2014		M	13,187 A	\$ 0.79 123,165	D	
Common Stock	04/30/2014		M	6,609 A	\$ 3.17 129,774	D	
Common Stock	04/30/2014		F	5,162 D	\$ 25.75 124,612	D	

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

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SEC 1474  
(9-02)

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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 0.79	04/30/2014		M		13,187		<u>(1)</u>	11/02/2019	Common Stock	29,337
Employee Stock Option (right to buy)	\$ 3.17	04/30/2014		M		6,609		<u>(2)</u>	11/02/2019	Common Stock	14,674

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MAGRINI JOYCE MANNING C/O BURLINGTON STORES, INC. 1830 ROUTE 130 BURLINGTON, NJ 08016	EVP - Human Resources

## Signatures

/s/ Paul Tang, as Attorney-in-Fact for Joyce Manning  
Magrini

05/02/2014

\*\*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 became exercisable as to 50% of the shares on November 2, 2013 and become exercisable as to the remaining 50% of the shares on November 2, 2014.
- (2) The options became exercisable as to 50% of the shares on November 2, 2013 and become exercisable as to the remaining 50% of the shares on November 2, 2014.

## Edgar Filing: Burlington Stores, Inc. - Form 4

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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