

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Love Michael A	2. Date of Event Requiring Statement (MM/DD/YYYY) 1/29/2019	3. Issuer Name and Ticker or Trading Symbol Boot Barn Holdings, Inc. [BOOT]
(Last) (First) (Middle) C/O BOOT BARN HOLDINGS, INC., 15345 BARRANCA PKWY	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President Stores /	
(Street) IRVINE, CA 92618	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(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	7882 (1)	D	
Common Stock	1962	D	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options	(2)	6/5/2025	Common Stock	20246	\$6.15	D	
Options	(3)	5/20/2024	Common Stock	11040	\$7.11	D	
Options	(4)	6/20/2024	Common Stock	22500	\$11.14	D	
Options	(5)	5/24/2026	Common Stock	15882	\$23.92	D	
Options	(6)	6/9/2023	Common Stock	3470	\$28.82	D	

Explanation of Responses:

- (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.

Remarks:

Exhibit 24.1 Power of Attorney

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, CA 92618			Senior Vice President Stores	

Signatures

/s/ Michael A. Love

2/8/2019

**Signature of Reporting Person

Date

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

* 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).

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

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.

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned Michael A. Love, hereby constitutes and appoints each of James Conroy and Gregory Hackman and each of them acting individually, his true and lawful attorneys-in-fact to: execute for and on behalf of the undersigned Forms 3, 4 and 5 relating to the Common Stock, par value \$0.0001 per share, of Boot Barn Holdings, Inc. (the "Company") in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;

do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission and any other authority, including the New York Stock Exchange; and

take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his or her discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned caused this Power of Attorney to be executed as of this 7th day of February, 2019.

/s/ Michael A. Love

Michael A. Love

[Signature Page to Power of Attorney]