FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

on, D.C. 20549	OMB APPROVAL

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

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

1. Name and Address of Reporting Person* BEKENSTEIN JOSHUA														Check all	all applicable) Director		Person(s) to Issuer 10% Owner		
(First) (Middle) AIN CAPITAL INVESTORS, LLC					3. Date of Earliest Transaction (Month/Day/Year) 05/19/2016											title		(specify	
200 CLARENDON STREET					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
N M	Α ()2116		_										F	orm filed b	-			
(St	ate) (Zip)																	
	Tabl	e I - Noi	n-Deriv	ative	Se	curitie	s Acc	quired,	Dis	posed o	of, o	r Ben	efici	ally Ov	vned				
Date				nth/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Transaction Disposed Code (Instr. 5)					and Se Be Ov	Securities Beneficially Dwned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount		(A) or (D)	Price	ͺ Tra	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock ⁽¹⁾ 05/				05/19/2016				A		1,935		A	\$0	.00	3,764		D		
	Та							,		,				•	ed				
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any			Date,	4. Transaction Code (Instr. 8)		of Derivative (Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio (Month/D	ee ear)	Amoun or Numbe			Derivati Securit	ve deriva / Securi / Benefi Owner Follow Repor Transa	tive ties cially d ing ted action(s	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fin IN CAPITAL ARENDON: (St. Security (Inst. Conversion or Exercise Price of Derivative	(First) (CIN CAPITAL INVESTORS, ARENDON STREET N MA (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) IN CAPITAL INVESTORS, LLC ARENDON STREET N MA 02116 (State) (Zip) Table I - Nor Security (Instr. 3) Stock(1) Table II - I (2. Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) IN CAPITAL INVESTORS, LLC ARENDON STREET N MA 02116 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans Date (Month/ Conversion or Exercise Price of Derivative (Month/Day/Year) 2. 3. Transaction Date (Month/Day/Year) 3. Transaction Execution Date, if any (Month/Day/Year)	(First) (Middle) (N CAPITAL INVESTORS, LLC ARENDON STREET N MA 02116 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Table II - Derivative S (e.g., puts, conception of Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (N CAPITAL INVESTORS, LLC ARENDON STREET N MA 02116 (State) (Zip) Table I - Non-Derivative Se Security (Instr. 3) Stock(1) 05/19/2016 Table II - Derivative Secure, question of Exercise Price of Derivative Security (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year) (Month/Day/Year) 34. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8)	(First) (Middle) IN CAPITAL INVESTORS, LLC ARENDON STREET N MA 02116 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities (e.g., puts, calls, warrous of Derivative Security (Month/Day/Year) 2. Table II - Derivative Securities (e.g., puts, calls, warrous of Derivative Security (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) A. Transaction Date (if any (Month/Day/Year) (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) A. Transaction Code (Instr. 8) A. Deemed Execution Date, (Month/Day/Year) (Month/Day/Year) A. Transaction Code (Instr. 8) Disport of (D) (Instr. and 5)	(First) (Middle) (IN CAPITAL INVESTORS, LLC ARENDON STREET MA 02116 (State) (Zip) Table I - Non-Derivative Securities Accurity (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock(1) 05/19/2016 Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) A Date of Earliest Trans 05/19/2016 2. Transaction Date (Month/Day/Year) 3. Date of Earliest Trans 05/19/2016 2. Transaction Date (Month/Day/Year) 3. Date of Earliest Trans 05/19/2016 2. Transaction Date (Instr. 3) 3. Date of Earliest Trans 05/19/2016 2. Transaction Date (Instr. 3) 3. Date of Earliest Trans 05/19/2016 4. If Amendment, Date of Execution Date, if any (Month/Day/Year) (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) (IN CAPITAL INVESTORS, LLC ARENDON STREET Table I - Non-Derivative Securities Acquired, (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, (Month/Day/Year) Table II - Derivative Securities Acquired, Date (Month/Day/Year) Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date	(First) (Middle) IN CAPITAL INVESTORS, LLC ARENDON STREET MA 02116 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disponsion or Exercise Price of Derivative Security Security Table II - Derivative Securities Acquired, Disponsor (e.g., puts, calls, warrants, options, composed of Derivative Security (Month/Day/Year) Stock(1) Table II - Derivative Securities Acquired, Disponsor (e.g., puts, calls, warrants, options, composed of Derivative Security (Month/Day/Year) Stock(1) Table II - Derivative Securities Acquired, Disponsor (e.g., puts, calls, warrants, options, composed of Derivative Securities Acquired, Disponsor (e.g., puts, calls, warrants, options, composed of Derivative Securities Acquired, Disponsor (A) or Disposed of (D) ((Instr. 3, 4) and 5) Date	STEIN JOSHUA Burlington Stores, Inc. [BURL]	Security (Instr. 3) Security (Instr. 3)	STEIN JOSHUA Burlington Stores, Inc. [BURL]	STEIN JOSHUA Burlington Stores, Inc. BURL	STEIN JOSHUA Burlington Stores, Inc. [BURL] Check all X C C C C C C C C C C C C C C C C C C	Stock Stoc	Stock(1) Stock(1)	State Caperage Security (Instr. 3) Security (Instr. 3) Stock(1) S	

Explanation of Responses:

1. Restricted Common Stock granted on May 19, 2016, vesting one-third on each of the first three anniversaries of the grant date.

Remarks:

/s/ Joshua Bekenstein

05/23/2016

** 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 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).

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 Number.