FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------------------|-------|--|--|--|--|--|--|--|
| OMB Number: 3235-0 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response | : 0.5 | | | | | | | |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | 30() 0 | 1 1110 11 | TV COUTICI | | iipaiiy Act C | 71 104 | | | | | | | | |
|--|--|---------|------------|---|---|---|--------|--|------------------|--|--|---|---|---|--|------------------------------|---|---------------------------------------|--|--|
| Name and Address of Reporting Person* Rodriguez Jessica | | | | 2. Issuer Name and Ticker or Trading Symbol Burlington Stores, Inc. [BURL] | | | | | | | | (Che | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | | |
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/18/2023 | | | | | | | | | | er (give title | | 10% Ov Other (s below) | · | | |
| 2006 ROUTE 130 NORTH | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) BURLINGTON NJ 08016 | | | | | | | | | | | | |) | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (St | ate) (Z | Zip) | | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | | |
| Check this box to indicate that a transaction wa satisfy the affirmative defense conditions of Rul | | | | | | | | | | | | pursuant to a contract, instruction or written plan that is intended to L(c). See Instruction 10. | | | | | | | | |
| | | Table | l - No | n-Deriva | tive S | ecui | rities | Acq | uired, | Dis | osed of | f, or | Ben | eficia | ly Owr | ned | | | | |
| 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day | | | | | Exec if any | Deemed cution Date, ny nth/Day/Year) | | Transaction Disposed Code (Instr. 5) | | ties Acquired (A d Of (D) (Instr. 3 | | | Securi Benefi Owned Follow | cially I ring | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | | | Code | v | Amount | (A (D | A) or D) | Price | | ted action(s) 3 and 4) | | | | |
| Common Stock ⁽¹⁾ 05/18/2 | | | | | 2023 | | | | A | | 934 | | A | \$0.00 | 4 | 4,624 | | D | | |
| | 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) | ive Conversion Date Execution Date, or Exercise (Month/Day/Year) if any | | tion Date, | 4. Transaction Code (Instr. 8) | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and | | f D S g (I | Price of erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | y D o (i | 0. Ownership Form: Direct (D) Ir Indirect (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | or Nun of | ount nber ires | | | | | | |

Explanation of Responses:

1. Restricted stock units granted on May 18, 2023, vesting 100% on the first anniversary of the grant date.

Remarks:

/s/ Christopher Schaub, as attorney-in-fact for Jessica 05/22/2023 Rodriguez

** 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.