

Flynn Timothy John  
 Form 4  
 September 14, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Flynn Timothy John

2. Issuer Name and Ticker or Trading Symbol  
 Container Store Group, Inc. [TCS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/12/2018

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

11111 SANTA MONICA  
 BOULEVARD, SUITE 2000

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LOS ANGELES, CA 90025

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, par value \$0.01					20,952,262	I	See footnotes. (1) (2)
Common Stock, par value \$0.01					6,285,164	I	See footnotes. (1) (2)
Common Stock, par value \$0.01					269,118	I	See footnotes. (1) (2)
Common Stock, par	09/12/2018		A	9,158 (3)	A \$ 0 9,158 (4)	D	

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value \$0.01

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. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 18					<u>(5)</u>	10/31/2023	Common Stock	13,602
Stock Option (Right to Buy)	\$ 21.53					<u>(5)</u>	10/27/2024	Common Stock	10,132
Stock Option (Right to Buy)	\$ 17.28					<u>(5)</u>	08/03/2025	Common Stock	11,821
Stock Option (Right to Buy)	\$ 5.35					<u>(7)</u>	08/01/2026	Common Stock	30,675
Stock Option (Right to Buy)	\$ 4.1					<u>(8)</u>	09/12/2027	Common Stock	42,919

