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

**SCHEDULE 14A
(RULE 14a-101)**

**PROXY STATEMENT PURSUANT TO SECTION 14(A) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

OLLIE'S BARGAIN OUTLET HOLDINGS, INC.

(Name of Registrant as Specified in its Charter)

PAYMENT OF FILING FEE (CHECK THE APPROPRIATE BOX):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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Your **Vote** Counts!

OLLIE'S BARGAIN OUTLET HOLDINGS, INC.

2023 Annual Meeting

Vote by June 14, 2023

11:59 PM ET

OLLIE'S BARGAIN OUTLET HOLDINGS, INC.
6295 ALLENTOWN BOULEVARD, SUITE 1
HARRISBURG, PA 17112
ATTN: JAMES J. COMITALE



V10167-P92831

You invested in OLLIE'S BARGAIN OUTLET HOLDINGS, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 15, 2023.**

Get informed before you vote

View the Notice and Proxy Statement and Annual/10-K Wrap online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 1, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote in Person at the Meeting*

June 15, 2023
10:00 AM EDT

Colonial Golf and Tennis Club
4901 Linglestown Road
Harrisburg, PA 17112

*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

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THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

| Voting Items | Board Recommendations |
|--|--------------------------|
| 1. Election of Directors of the Board to hold office until the 2024 Annual Stockholders Meeting or until his or her respective successors have been elected and qualified; | |
| Nominees: | |
| 1a. Alissa Ahlman | ✔ For |
| 1b. Robert Fisch | ✔ For |
| 1c. Stanley Fleishman | ✔ For |
| 1d. Thomas Hendrickson | ✔ For |
| 1e. Abid Rizvi | ✔ For |
| 1f. John Swygert | ✔ For |
| 1g. Stephen White | ✔ For |
| 1h. Richard Zannino | ✔ For |
| 2. To approve a non-binding proposal regarding the compensation of the Company's named executive officers; | ✔ For |
| 3. To ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending February 3, 2024. | ✔ For |
| NOTE: Such other matters that may properly come before the meeting or any adjournments or postponements of the meeting. | |

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".