SEC Form 4	
------------	--

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
Estimated average bur	den
hours per response:	0.5

Obligations may of Instruction 1(b).	continue. See	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per res	hours per response: 0.5					
			or Section 30(h) of the Investment Company Act of 1940							
1. Name and Addres		on [*]	2. Issuer Name and Ticker or Trading Symbol Ollie's Bargain Outlet Holdings, Inc. [OLLI	5. Relationship (Check all appl Direct	cable)	,				
]		(give title	10% Owner Other (specify below)				
(Last) C/O OLLIE'S B.	(First) ARGAIN OUTLI	(Middle) ET HOLDINGS,	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2023	below	EVP, COO	,				
INC	WN BOULEVA	DD CHITE 1	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Line)	Joint/Group Filing	(Check Applicable				
6295 ALLENIC	WIN BOULE VA	KD, SUITE I		X Form	iled by One Repo	rting Person				
(Street)	DA	15110		Form [®] Perso	iled by More than າ	One Reporting				
HARRISBURG	PA 17112	1/112	Rule 10b5-1(c) Transaction Indication							
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Inst		tion or written plan tl	hat is intended to				

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. Transac Code (li 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$0.001 per share	06/06/2023		M ⁽¹⁾		5,157	A	\$0 ⁽²⁾	7,880	D	
Common Stock, par value \$0.001 per share	06/06/2023		F ⁽³⁾		1,470	D	\$62.01 ⁽⁴⁾	6,410	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		I 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(5)	06/06/2023		М			5,157	(6)	(6)	Common Stock	5,157	\$0	5,157	D	

Explanation of Responses:

1. Represents the conversion upon vesting of a restricted stock award into common stock.

2. Restricted Stock Units ("RSUs") convert into Common Stock on a one-for-one basis.

3. Exempt transaction pursuant to Section 16b-3(e) - payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3. All of the shares reported as disposed of in this Form 4 were relinquished by the reporting person and cancelled by the issuer in exchange for the issuer's agreement to pay federal and state tax withholding obligations of the reporting person resulting from the vesting of restricted stock units.

4. The price reported in column 4 is equivalent to the fair market value based on the closing market price as of June 6, 2023

5. Each restricted stock unit represents a contingent right to receive one share of common stock at vesting.

6. 50% of the restricted stock units vested and became exercisable on June 6, 2023, the first anniversary date of the grant, 25% of the restricted stock units vest and become exercisable on each of the second and third anniversaries of the date of grant, subject to continued service through each applicable vesting date. The reporting person was granted 10,314 restricted stock units on June 6, 2022, of which 5,157 vested on June 6, 2023; 2,579 will vest on June 6, 2024; and 2,578 will vest on June 6, 2025.

<u>/s/ James J. Comitale as</u> <u>Attorney-In-Fact</u>

06/08/2023

** 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.