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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

FORM 4

## 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

			of Beealon Bo(if) of the investment Company Alot of 1940					
1	s of Reporting Perso	on*	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Daugherty Ray   (Last) (First)			Ollie's Bargain Outlet Holdings, Inc. [ OLLI		Director	10% Owner		
		(Middle)		X	Officer (give title below)	Other (specify below)		
	ARGAIN OUTLE	( )	3. Date of Earliest Transaction (Month/Day/Year) 03/22/2021		SVP, Supply Ch	nain		
6295 ALLENTOWN BOULEVARD, SUITE 1		RD, SUITE 1	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)				X	Form filed by One Report	ting Person		
HARRISBURG	PA	17112			Form filed by More than ( Person	One Reporting		
(City)	(State)	(Zip)						

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction	2A. Deemed	3.		Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of		7. Nature
	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code ( 8)					Securities Beneficially Owned Following		of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(0.9.)	p,	•••••	,		, <b>.</b>	,						
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. Transa Code ( 8)		of Deriva Securi Acquir (A) or Dispos of (D) (Instr.	Derivative Securities Acquired (A) or Disposed		ate Amount of Year) Securities Underlying Derivative				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				
Employee stock Option (right to buy)	\$86.03	03/22/2021		A		4,432		(1)	03/22/2031	Common Stock	4,432	\$0	4,432	D	
Restricted Stock Units	(2)	03/22/2021		A		1,751		(3)	(3)	Common Stock	1,751	\$0	1,751	D	

#### Explanation of Responses:

1. Options vest and become exercisable in 25% installments on each anniversary date of the grant, March 22, 2021, subject to continued service through each applicable vesting date. The reporting person was granted 4,432 options, of which 1,108 of the options vest on March 22, 2022; 1,108 of the options vest on March 22, 2023; 1,108 of the options vest on March 22, 2024 and 1,108 of the options vest on March 22, 2025.

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

3. The restricted stock units vest and become exercisable in 25% installments on each anniversary date of the grant, March 22, 2021, subject to continued service through each applicable vesting date. The reporting person was granted 1,751 restricted stock units, of which 438 of the restricted stock units vest on March 22, 2022; 438 of the restricted stock units vest on March 22, 2023; 437 of the restricted stock units vest on March 22, 2024 and 438 of the restricted stock units vest on March 22, 2025.

## <u>By: /s/ Robert Bertram as</u> <u>Attorney-In-Fact</u>

\*\* Signature of Reporting Person Date

<u>03/24/2021</u>

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.

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