

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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. Name and Address of Reporting Person* <u>Bertram Kenneth Robert</u>  (Last) (First) (Middle) C/O OLLIE'S BARGAIN OUTLET HOLDINGS, INC 6295 ALLENTOWN BOULEVARD, SUITE 1  (Street) HARRISBURG PA 17112  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Ollie's Bargain Outlet Holdings, Inc. [ OLLI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP, General Counsel
	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	03/26/2021		S <sup>(1)</sup>		1,613	D	\$85	29,204	D	
Common Stock, par value \$0.001 per share	03/26/2021		M <sup>(1)</sup>		732	A	\$58.9	29,936	D	
Common Stock, par value \$0.001 per share	03/26/2021		S <sup>(1)</sup>		732	D	\$85	29,204	D	
Common Stock, par value \$0.001 per share	03/26/2021		M <sup>(1)</sup>		2,577	A	\$41.49	31,781	D	
Common Stock, par value \$0.001 per share	03/26/2021		S <sup>(1)</sup>		2,577	D	\$85	29,204	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. 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 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
Employee stock Option (right to buy)	\$58.9	03/26/2021		M <sup>(1)</sup>			732	(2)	03/28/2028	Common Stock	732	\$0	2,732	D	
Employee stock Option (right to buy)	\$41.49	03/26/2021		M <sup>(1)</sup>			2,577	(3)	03/24/2030	Common Stock	2,577	\$0	7,730	D	

**Explanation of Responses:**

- Transactions made pursuant to an agreement adopted on January 15, 2021 in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- Options vest and become exercisable in 25% installments on each anniversary date of the grant, March 28, 2018, subject to continued service through each applicable vesting date. The reporting person was granted 5,464 options, of which 1,366 of the options vested on March 28, 2019; 1,366 of the options vested on March 28, 2020; 1,366 of the options will vest on March 28, 2021 and 1,366 of the options will vest on March 28, 2022.
- Options vest and become exercisable in 25% installments on each anniversary date of the grant, March 24, 2020, subject to continued service through each applicable vesting date. The reporting person was granted 10,307 options, of which 2,577 of the options vested on March 24, 2021; 2,576 of the options will vest on March 24, 2022; 2,577 of the options will vest on March 24, 2023 and 2,577 of the options will vest on March 24, 2024.

By: /s/ Robert Bertram 03/30/2021

\*\* 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.