### FORM 4

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## 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

OMB APPROVAL											
OMB Number:	3235-0287										
Estimated average burden											
hours per response:	0.5										

1. Name and Address of Reporting Person <sup>*</sup> McLain Kevin			2. Issuer Name and Ticker or Trading Symbol Ollie's Bargain Outlet Holdings, Inc. [ OLLI ]		tionship of Reporting Perso all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last)	(First)	(Middle)			below)	below)
C/O OLLIE'S BA	ARGAIN OUTLE	T HOLDINGS,	3. Date of Earliest Transaction (Month/Day/Year) 09/16/2024		SVP, Merchandi	ising
6295 ALLENTO	WN BOULEVAR	D, SUITE 1	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (	Check Applicable
(Street)					Form filed by One Report	ting Person
HARRISBURG	PA	17112			Form filed by More than 0 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 Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock, par value \$0.01 per share	09/16/2024		<b>M</b> <sup>(1)</sup>		2,841	A	\$32.2	13,451	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>S</b> <sup>(1)</sup>		2,841	D	<b>\$</b> 98.99 <sup>(2)</sup>	10,610	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>M</b> <sup>(1)</sup>		4,123	A	\$58.9	14,733	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>S</b> <sup>(1)</sup>		4,123	D	<b>\$</b> 98.98 <sup>(3)</sup>	10,610	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>M</b> <sup>(1)</sup>		3,847	A	\$41.49	14,457	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>S</b> <sup>(1)</sup>		3,847	D	<b>\$</b> 98.98 <sup>(4)</sup>	10,610	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>M</b> <sup>(1)</sup>		4,189	A	\$43.21	14,799	D		
Common Stock, par value \$0.01 per share	09/16/2024		<b>S</b> <sup>(1)</sup>		4,189	D	<b>\$99</b> <sup>(5)</sup>	10,610	D		
Common Stock, par value \$0.01 per share	09/17/2024		<b>M</b> <sup>(1)</sup>		2,325	A	\$43.21	12,935	D		
Common Stock, par value \$0.01 per share	09/17/2024		<b>S</b> <sup>(1)</sup>		2,325	D	<b>\$</b> 99.54 <sup>(6)</sup>	10,610	D		
Common Stock, par value \$0.01 per share	09/17/2024		<b>M</b> <sup>(1)</sup>		2,146	A	\$57.98	12,756	D		
Common Stock, par value \$0.01 per share	09/17/2024		<b>S</b> <sup>(1)</sup>		2,146	D	\$99.56(7)	10,610	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. Transa Code ( 8)		of Deri Secu Acq (A) o Disp of (E	oosed )) tr. 3, 4	Expiration Da			Date Amount of y/Year) Securities		f g Security	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						
Employee Stock Option (right to buy)	\$32.2	09/16/2024		M <sup>(1)</sup>			2,841	(8)	03/27/2027	Common Stock	2,841	\$0	0	D			
Employee Stock Option (right to buy)	\$58.9	09/16/2024		M <sup>(1)</sup>			4,123	(9)	03/28/2028	Common Stock	4,123	\$0	0	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. Transa Code ( 8)		of Deri Sec Acq (A) o Disp of (I (Inst	of Expiration Date // Derivative (Month/Day/Year) Securities			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				
Employee Stock Option (right to buy)	\$41.49	09/16/2024		<b>M</b> <sup>(1)</sup>			3,847	(10)	03/24/2030	Common Stock	3,847	\$0	0	D	
Employee Stock Option (right to buy)	\$43.21	09/16/2024		<b>M</b> <sup>(1)</sup>			4,189	(11)	03/25/2032	Common Stock	4,189	\$0	8,838	D	
Employee Stock Option (right to buy)	\$43.21	09/17/2024		<b>M</b> <sup>(1)</sup>			2,325	(11)	03/25/2032	Common Stock	2,325	\$0	6,513	D	
Employee Stock Option (right to buy)	\$57.98	09/17/2024		<b>M</b> <sup>(1)</sup>			2,146	(12)	03/23/2033	Common Stock	2,146	\$0	6,436	D	

#### **Explanation of Responses:**

1. Transactions made pursuant to an agreement adopted on June 17, 2024, in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$98.42-99.89, inclusive. The reporting person undertakes to provide to the Issuer, any securityholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$98.33-100.15, inclusive. The reporting person undertakes to provide to the Issuer, any securityholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$98.44-100.15, inclusive. The reporting person undertakes to provide to the Issuer, any securityholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$98.36-100.15, inclusive. The reporting person undertakes to provide to the Issuer, any securityholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

6. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$98.92-100.23, inclusive. The reporting person undertakes to provide to the Issuer, any securityholder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

7. The price reported in column 4 is the price at which these shares were sold in a single transaction.

8. Options vested and became exercisable in equal 25% installments on each anniversary date of the grant, March 22, 2017, subject to continued service through each applicable vesting date. The options vested in their entirety on March 22, 2021.

9. Options vested and became exercisable in equal 25% installments on each anniversary date of the grant, March 28, 2018, subject to continued service through each applicable vesting date. The options vested in their entirety on March 28, 2022.

10. Options vested and became exercisable in equal 25% installments on each anniversary date of the grant, March 24, 2020, subject to continued service through each applicable vesting date. The options vested in their entirety on March 24, 2024.

11. Options vest and become exercisable in 25% installments on each anniversary date of the grant, March 25, 2022, subject to continued service through each applicable vesting date. The reporting person was granted 13,027 options, of which 3,257 vested on March 25, 2023? 3,257 vested on March 25, 2024? 3,256 vest on March 25, 2025; and 3,257 vest on March 25, 2026.

12. Options vest and become exercisable in 25% installments on each anniversary date of the grant, March 23, 2023, subject to continued service through each applicable vesting date. The reporting person was granted 8,582 options, of which 2,146 vested on March 23, 2024; 2,145 vest on March 23, 2025; 2,146 vest on March 23, 2026; and 2,145 vest on March 23, 2027.

#### **Remarks:**

### /s/ James J. Comitale as

Attorney-In-Fact

09/18/2024

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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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