

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

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

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

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.

1. Name and Address of Reporting Person* <u>van der Valk Eric</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>Ollic'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) President
	3. Date of Earliest Transaction (Month/Day/Year) 09/23/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 \$0.01 per share	09/23/2024		M ⁽¹⁾		3,241	A	\$88.26	8,856	D	
Common Stock, par value \$0.01 per share	09/23/2024		S ⁽¹⁾		3,241	D	\$100.46 ⁽²⁾	5,615	D	
Common Stock, par value \$0.01 per share	09/23/2024		M ⁽¹⁾		2,307	A	\$43.21	7,922	D	
Common Stock, par value \$0.01 per share	09/23/2024		S ⁽¹⁾		2,307	D	\$100.38 ⁽³⁾	5,615	D	
Common Stock, par value \$0.01 per share	09/23/2024		M ⁽¹⁾		1,931	A	\$57.98	7,546	D	
Common Stock, par value \$0.01 per share	09/23/2024		S ⁽¹⁾		1,931	D	\$100 ⁽⁴⁾	5,615	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)	\$88.26	09/23/2024		M ⁽¹⁾			3,241	(5)	05/03/2031	Common Stock	3,241	\$0.00	5,402	D	
Employee Stock Option (right to buy)	\$43.21	09/23/2024		M ⁽¹⁾			2,307	(6)	03/25/2032	Common Stock	2,307	\$0.00	11,536	D	
Employee Stock Option (right to buy)	\$57.98	09/23/2024		M ⁽¹⁾			1,931	(7)	03/23/2033	Common Stock	1,931	\$0.00	13,517	D	

Explanation of Responses:

- Transactions made pursuant to an agreement adopted on June 20, 2024, in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$100.00-100.66, 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.
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$100.00-100.54, 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.
- The price reported in column 4 is the price at which these shares were sold in a single transaction.
- Options vest and become exercisable in 25% installments on each anniversary date of the grant, May 3, 2021, subject to continued service through each applicable vesting date. The reporting person was granted 8,643 options, of which 2,161 vested on May 3, 2022; 2,161 vested on May 3, 2023; 2,160 vested on May 3, 2024; and 2,161 vest on May 3, 2025.

6. 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 18,457 options, of which 4,614 vested on March 25, 2023; 4,615 vested on March 25, 2024; 4,614 vest on March 25, 2025; and 4,614 vest on March 25, 2026.

7. 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 15,448 options, of which 3,862 vested on March 23, 2024; 3,862 vest on March 23, 2025; 3,862 vest on March 23, 2026; and 3,862 vest on March 23, 2027.

Remarks:

/s/ James J. Comitale as
Attorney-In-Fact

09/25/2024

** 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.