

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES

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 *          | 2. Issuer Name and Ticker or Trading Symbol                                                                                                                                                                                                  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)                                                                      |
| Steele Robert Allan                                | BJ's Wholesale Club Holdings, Inc. [ BJ ]                                                                                                                                                                                                    | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner                                                                 |
| (Last) (First) (Middle)                            | 3. Date of Earliest Transaction (MM/DD/YYYY)                                                                                                                                                                                                 | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)                                              |
| C/O BJ'S WHOLESALE CLUB,<br>INC., 350 CAMPUS DRIVE | 6/14/2023                                                                                                                                                                                                                                    |                                                                                                                                                 |
| (Street)                                           | 4. If Amendment, Date Original Filed (MM/DD/YYYY)                                                                                                                                                                                            | 6. Individual or Joint/Group Filing (Check Applicable Line)                                                                                     |
| MARLBOROUGH, MA 01752                              |                                                                                                                                                                                                                                              | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) (State) (Zip)                               | Rule 10b5-1(c) Transaction Indication                                                                                                                                                                                                        |                                                                                                                                                 |
|                                                    | <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan<br>that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |                                                                                                                                                 |

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

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|-----------------------------------------|------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                    |                |                                         | Code V                       | Amount (A) or (D) Price                                                 |                                                                                                     |                                                                         |                                                                   |
| Common Stock                       | 6/14/2023      |                                         | M                            | 2559 A \$0                                                              | 19905                                                                                               | D                                                                       |                                                                   |

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

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans.<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable<br>and Expiration Date | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------|--------------------------------------------------------------------|-------------------|-----------------------------------------|---------------------------------|----------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                |                                                                    |                   |                                         | Code V                          | (A) (D)                                                                                            | Date<br>Exercisable<br>Expiration<br>Date  | Title Amount or<br>Number of<br>Shares                                                     |                                                     |                                                                                                                            |                                                                                                       |                                                                    |
| Restricted Stock<br>Units                      | (1)                                                                | 6/14/2023         |                                         | M                               | 2559                                                                                               | (2) (3)                                    | Common<br>Stock 2559                                                                       | \$0                                                 | 0                                                                                                                          | D                                                                                                     |                                                                    |
| Restricted Stock<br>Units                      | (1)                                                                | 6/15/2023         |                                         | A                               | 2414                                                                                               | (4) (3)                                    | Common<br>Stock 2414                                                                       | \$0                                                 | 2414                                                                                                                       | D                                                                                                     |                                                                    |

Explanation of Responses:

- (1) Each restricted stock unit ("RSU") represents a contingent right to one share of BJ's Wholesale Club Holdings, Inc. (the "Company") common stock.
- (2) The RSUs shall vest on the earlier of (i) the first anniversary of the date of grant, which date of grant is June 16, 2022; or (ii) the day immediately preceding the date of the first annual meeting of the Company's shareholders following the date of grant.
- (3) Not applicable.
- (4) The RSUs shall vest on the earlier of (i) the first anniversary of the date of grant, which date of grant is June 15, 2023; or (ii) the day immediately preceding the date of the first annual meeting of the Company's shareholders following the date of grant.

Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships |           |         |       |
|---------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                   | Director      | 10% Owner | Officer | Other |
| Steele Robert Allan<br>C/O BJ'S WHOLESALE CLUB, INC.<br>350 CAMPUS DRIVE<br>MARLBOROUGH, MA 01752 | X             |           |         |       |

Signatures

/s/ Joseph McGrail, Attorney-in-Fact

6/16/2023

\*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 control number.