

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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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 (Check all applicable)		
Werthausen Judith L.			BJ's Wholesale Club Holdings, Inc. [BJ]			☒ Director ☐ 10% Owner		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			☐ Officer (give title below) ☐ Other (specify below)		
C/O BJ'S WHOLESALE CLUB, INC., 25 RESEARCH DRIVE			6/15/2022					
(Street)								
WESTBOROUGH, MA 01581			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(City) (State) (Zip)						☒ Form filed by One Reporting Person		
						☐ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	6/15/2022		M		3203	A	\$0	16745		D

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Restricted Stock Units		6/15/2022		M		3203			Common Stock	3203.0	\$0	0	D
Restricted Stock Units		6/16/2022		A		2559			Common Stock	2559.0	\$0	2559	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 17, 2021, 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 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Werthausen Judith L. C/O BJ'S WHOLESALE CLUB, INC. 25 RESEARCH DRIVE WESTBOROUGH, MA 01581	X			

Signatures

/s/ Joseph McGrail, Attorney-in-Fact 6/17/2022
 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.

POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by BJ's Wholesale Club Holdings, Inc. (the "Company"), the undersigned hereby constitutes and appoints the individuals named on Schedule A as follows:

1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the United States Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any
2. execute for and on behalf of the undersigned, Forms 3, 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments to
4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the foregoing powers, and to execute and deliver all instruments and documents in connection with the foregoing, and to do and perform all other acts and things which may be necessary or desirable to carry out the foregoing powers and authority.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 29th day of April 2022

Signature: /s/ Judith L. Werthausen
Print Name: Judith L. Werthausen

Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Re-substitution

Graham N. Luce
Joseph McGrail
Kaitlin Folan