

# 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<br>(Check all applicable)                                                                                                                                                     |
| <b>Kessler Scott</b>                                                                                | <b>BJ's Wholesale Club Holdings, Inc. [ BJ ]</b>                 | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>EVP, Chief Information Officer</b> |
| (Last) (First) (Middle)<br><b>C/O BJ'S WHOLESALE CLUB<br/>HOLDINGS, INC., 25 RESEARCH<br/>DRIVE</b> | 3. Date of Earliest Transaction (MM/DD/YYYY)<br><b>6/21/2022</b> |                                                                                                                                                                                                                                |
| (Street)<br><b>WESTBOROUGH, MA 01581</b>                                                            | 4. If Amendment, Date Original Filed (MM/DD/YYYY)                | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><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)                                                                                |                                                                  |                                                                                                                                                                                                                                |

**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<br>(D) | Price       |                                                                                                     |                                                                         |                                                                   |
| Common Stock                       | 6/21/2022      |                                         | S(1)                         |   | 2125                                                                    | D             | \$60.27 (2) | 124481                                                                                              | 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. 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 |                                                                                                    | Date<br>Exercisable                        | Expiration<br>Date |                                                                                            |                                                     |                                                                                                                            |                                                                                                       |                                                                    |
|                                                |                                                                    |                   |                                         |                              |   | (A)                                                                                                | (D)                                        |                    | Title Amount or Number of<br>Shares                                                        |                                                     |                                                                                                                            |                                                                                                       |                                                                    |

#### Explanation of Responses:

- (1) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on January 11, 2022.
- (2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$60.01 to \$60.40, inclusive. The reporting person undertakes to provide to BJ's Wholesale Club Holdings, Inc., any security holder of BJ's Wholesale Club Holdings, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within ranges set forth in this footnote.

#### Reporting Owners

| Reporting Owner Name / Address                                                                                                    | Relationships |           |                                       |       |
|-----------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------------------------------------|-------|
|                                                                                                                                   | Director      | 10% Owner | Officer                               | Other |
| <b>Kessler Scott</b><br><b>C/O BJ'S WHOLESALE CLUB HOLDINGS, INC.</b><br><b>25 RESEARCH DRIVE</b><br><b>WESTBOROUGH, MA 01581</b> |               |           | <b>EVP, Chief Information Officer</b> |       |

#### Signatures

/s/ Joseph McGrail, Attorney-in-Fact

6/23/2022

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.

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