

# FORM 4

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

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[ ] Check this box if no longer  
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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>Poulliot Brian</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, Enterprise Analytics</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>4/1/2021</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) or<br>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.<br>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                       | 4/1/2021       |                                         | A                            |   | 15748 <sup>(1)</sup>                                                    | A             | \$0                    | 135433                                                                                              | D                                                                          |                                                                   |
| Common Stock                       | 4/1/2021       |                                         | F                            |   | 9754 <sup>(2)</sup>                                                     | D             | \$44.45                | 125679                                                                                              | D                                                                          |                                                                   |
| Common Stock                       | 4/1/2021       |                                         | M <sup>(3)</sup>             |   | 26631                                                                   | A             | \$5.72                 | 152310                                                                                              | D                                                                          |                                                                   |
| Common Stock                       | 4/1/2021       |                                         | S <sup>(3)</sup>             |   | 26424                                                                   | D             | \$44.25 <sup>(4)</sup> | 125886                                                                                              | D                                                                          |                                                                   |
| Common Stock                       | 4/1/2021       |                                         | S <sup>(3)</sup>             |   | 207                                                                     | D             | \$44.92                | 125679                                                                                              | 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 | (A)                                                                                    | (D)   | Date Exercisable                        | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                                                  |                                                        |
| Stock Option                             | \$5.72                                                 | 4/1/2021       |                                   | M(3)                      |   |                                                                                        | 26631 | (5)                                     | 9/20/2026       | Common Stock                                                                      | 26631                      | \$0                                        | 0                                                                                                  | D                                                                                |                                                        |

#### Explanation of Responses:

- Restricted stock award which will vest with respect to 1/3 of the shares subject thereto on each of the first, second and third anniversaries of the date of grant, which date of grant is April 1, 2021.
- Represents shares withheld by the Issuer for payment of tax liability incident to the vesting of a restricted stock award.
- The exercise and sale reported on this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on August 31, 2020.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$43.82 to \$44.77, 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 the ranges set forth in this footnote.
- This option is fully vested and currently exercisable.

#### Reporting Owners

| Reporting Owner Name / Address                                                                                                     | Relationships |           |                                  |       |
|------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------------------|-------|
|                                                                                                                                    | Director      | 10% Owner | Officer                          | Other |
| <b>Poulliot Brian</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, Enterprise Analytics</b> |       |

## Signatures

/s/ Laura L. Felice, Attorney-in-Fact

4/5/2021

—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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