FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.	C. 20549
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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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Last) (First) (Middle) (Middl	Name and Address of Reporting Person*     Powell Lisa A.						2. Issuer Name <b>and</b> Ticker or Trading Symbol Citi Trends Inc [ CTRN ]								(Chec	k all app Direc	,	ng Pers	son(s) to Is 10% O Other (	wner
City	C/O CITI TRENDS, INC.														Х	belov	w)		below)	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction (D) (Instr. 3, 4 and 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned Following (Instr. 4)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Disposed Of (D) (Instr. 3, 4 and 5)  6. Ownership Securities Beneficially Owned (D) or Indirect (D	(Street) SAVANNAH GA 31408						4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)  X Form filed by One Reporting Person Form filed by More than One Reporting					
Date (Month/Day/Year)   Date			Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	Benefi	cially	/ Own	ed			
Common Stock    O9/30/2021   F   2,633   D   \$72.96   16,567   D	Date					Execution Date, if any			Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)				, 4 and Securi Benefi Owned		ies cially Following	Form: (D) or	: Direct Indirect	of Indirect Beneficial Ownership		
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)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Exercisable and Expiration Date (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  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 Underlying Derivative Security (Instr. 4)  10. Ownership Form: Direct (D) Ownership Form: Direct (D) Ownership Or Indirect (I) (Instr. 4)  11. Nature of Indirect (I) (Instr. 4)  12. Amount or Number of Amount of Securities Securities Underlying Derivative Security (Instr. 4)  13. Transaction Date (Month/Day/Year)  14. Title and Amount of Securities Underlying Derivative Securities (I) (Instr. 4)  15. Number of Derivative Securities Underlying Derivative Security (Instr. 4)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  18. Price of Derivative Securities Underlying Derivative Security (Instr. 4)  18. Price of Derivative Securities Underlying Derivative Security (Instr. 4)  19. Number of derivative Security (Instr. 4)											v	Amount	(A) ( (D)	or Pric	ce	Transa	action(s)			(501 4)
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise (Month/Day/Year)  2. Conversion or Exercise (Month/Day/Year)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  1. Title of Derivative Securities  1. Title of Date (Month/Day/Year)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 3)  1. Title of Derivative Securities  1. Title of Date (Month/Day/Year)  9. Number of Derivative Securities Underlying Derivative Security (Instr. 4)  1. Amount or Number of Derivative Security (Instr. 4)	Common Stock 09/30/2					2021				F		2,633	D	\$7	2.96	2.96 16,567		D		
Derivative Security (Instr. 3)  Price of Derivative Security Securities Security Securities Security Securities Security Securities Security Securities Security Securities Securities Security Securities																				
ı ı ı ı ı ı I I I I DATE I EXDIFATION I I OT I I I I I I	Derivative Security	Conversion or Exercise Price of Derivative	Date	Executi if any	ion Date,	Transaction Code (Instr.		of Deriv Secu Acqu (A) o Dispo of (D (Insti	vative irities ired r osed ) r. 3, 4	Expirat	ration Date hth/Day/Year)		Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)

**Explanation of Responses:** 

/s/ Jason Moschner as attorney-in-fact

10/04/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.