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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL								
OMB Number:	3235-0287							
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

				or Sec	ction 30(h) of the I	nvestmen	t Com	ipany Act	of 1940						
1. Name and Address of Reporting Person* CARNEY BRIAN			2. Issuer Name and Ticker or Trading Symbol Citi Trends Inc [CTRN]							(Chec	k all app	all applicable)				
I TRENDS	, INC.	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/05/2019								Officer (give title below)			Other (specify below)	
		31408		4. If An	nendmen	t, Date o	f Original	Filed	(Month/Da	ay/Year)	6. Indi Line) X	Forn Forn	n filed by One n filed by Mor	e Reporting Per	son
(S	tate) (Zip)														
	Tabl	e I - Non	-Deriva	ative S	ecuriti	es Acc	quired,	Disp	osed o	f, or	3enefi	cially	Owne	ed		
Date			Executi if any	Execution Date, if any		Transaction Disposed Code (Instr. 5)					5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	v	Amount	(A) or P	rice	Transaction(s) (Instr. 3 and 4)			(11311.4)	
Common Stock 06/05			/2019			A		4,390	4,390 A		\$ <mark>0</mark>	35,129		D		
	Та												wned			
Derivative Conversion Date Execution I Security or Exercise (Month/Day/Year) if any		Date,	Transaction	on of tr. Deri Sec Acq (A) o Disp of (I (Ins	vative urities uired or oosed o) tr. 3, 4	Expiration Date			and 4)		Der Sec (Ins	rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fi I TRENDS JEMAN BL NAH G. (S) Security (Institute of Exercise Price of Derivative)	(First) (I TRENDS, INC. LEMAN BLVD. NAH GA (State) (Table Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) I TRENDS, INC. LEMAN BLVD. NAH GA 31408 (State) (Zip) Table I - Non Security (Instr. 3) Stock Table II - D ((Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Pear)	(First) (Middle) I TRENDS, INC. LEMAN BLVD. NAH GA 31408 (State) (Zip) Table I - Non-Deriva Security (Instr. 3) Stock 06/05 Table II - Derivatir (e.g., pu 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Citi Citi Citi Citi Citi Citi Citi Citi	(First) (Middle) (First) (Middle) (First) (Middle) (I TRENDS, INC. LEMAN BLVD. (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warmon Exercise Price of Derivative Security (Month/Day/Year) 2. Issuer Name Citi Trends 3. Date of Earlie 06/05/2019 4. If Amendmen 2. A. Dee Execution Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warmon Code (Instr. 8) 5. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 5. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 5. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 6. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 6. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 7. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 8. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 9. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 9. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8) 9. Non-Derivative Securities (e.g., puts, calls, warmon Code (Instr. 8)	Citi Trends Inc	2. Issuer Name and Ticker or Trac Citi Trends Inc [CTRN] 3. Date of Earliest Transaction (Moo6/05/2019 4. If Amendment, Date of Original Table I - Non-Derivative Securities Acquired, (Month/Day/Year) Table II - Derivative Securities Acquired, Diate (Month/Day/Year) Table II - Derivative Securities Acquired, Diate (e.g., puts, calls, warrants, options or Exercise Price of Derivative Security 3. Date of Earliest Transaction (Moo6/05/2019 4. If Amendment, Date of Original 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Table II - Derivative Securities Acquired, Diate (e.g., puts, calls, warrants, options 2. Transaction (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options) 4. Transaction (Month/Day/Year) 5. Number of Original 6. Date Expiration (Month/Day/Year) 6. Date Expiration (Month/Day/Year) 8. Derivative Securities Acquired (A) or Disposed of (D) (Month/Day/Year)	2. Issuer Name and Ticker or Trading S Citi Trends Inc CITEN CITE CITE CITE CITE CITE CITE CITE CITE	Citi Trends Inc Color (Inc Inc Inc Inc Inc Inc Inc Inc Inc Inc	2. Issuer Name and Ticker or Trading Symbol Citi Trends Inc CITRN 3. Date of Earliest Transaction (Month/Day/Year) 06/05/2019 4. If Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible set 2. Order V Amount (Amount Conversion Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. 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Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 5. Relationship of Reporting Check all applicable) X Director Officer (give title below) 5. Form filed by One Form filed by One Form filed by Mone Person 6. Individual or Joint/Group Line) X Form filed by One Form filed by Mone Person 7. Transaction Date (Month/Day/Year) 8. A Lecurities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 8. A Lecurities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 8. A Lecurities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4) 8. Price of Derivative Securities Acquired, Disposed Of (D) (Instr. 3) 8. Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3) 8. Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3) 8. Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3) 8. Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3) 8. 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Transaction Date (Month/Day/Year) If any (Mont

Explanation of Responses:

/s/ Jason Moschner as attorney- 06/06/2019 in-fact

of Shares

Title

Expiration Date

Date Exercisable

** Signature of Reporting Person

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 Number.

(A) (D)