SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

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ΙĒ

	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>Citi Trends Inc</u> [CTRN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Bellino Georg	<u>ge A</u>				Director	10% Owner			
(1 +)		() (: - - -)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
(Last) (First) (Middle) C/O CITI TRENDS, INC. 102 FAHM STREET		(Middle)	09/07/2006		President and	I CMO			
102 FAHM 51 K	EEI		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	idual or Joint/Group Filin	ig (Check Applicable			
(Street)				Line)					
SAVANNAH	GA	31401		X	Form filed by One Rep	porting Person			
					Form filed by More that Person	an One Reporting			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(instr. 4)
Common Stock	09/07/2006		М		800	A	\$0.3846	130,368	D	
Common Stock	09/07/2006		S		800	D	\$30.03	129,568	D	
Common Stock	09/07/2006		М		200	A	\$0.3846	129,768	D	
Common Stock	09/07/2006		S		200	D	\$30.04	129,568	D	
Common Stock	09/07/2006		М		5,703	A	\$0.3846	135,271	D	
Common Stock	09/07/2006		S		5,703	D	\$30.1	129,568	D	
Common Stock	09/07/2006		М		700	A	\$0.3846	130,268	D	
Common Stock	09/07/2006		S		700	D	\$30.11	129,568	D	
Common Stock	09/07/2006		М		2,297	A	\$0.3846	131,865	D	
Common Stock	09/07/2006		S		2,297	D	\$30.02	129,568	D	
Common Stock	09/07/2006		М		200	A	\$0.3846	129,768	D	
Common Stock	09/07/2006		S		200	D	\$30.13	129,568	D	
Common Stock	09/07/2006		М		100	A	\$0.3846	129,668	D	
Common Stock	09/07/2006		S		100	D	\$30.15	129,568	D	
Common Stock	09/08/2006		М		10,000	A	\$0.3846	139,568	D	
Common Stock	09/08/2006		S		10,000	D	\$30.75	129,568	D	

 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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		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 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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy) ⁽¹⁾	\$0.3846	09/07/2006		М			10,000	04/13/2003	04/13/2009	Common Stock	10,000	\$0	206,246	D	
Stock Option (Right to Buy) ⁽¹⁾	\$0.3846	09/08/2006		М			10,000	04/13/2003	04/13/2009	Common Stock	10,000	\$0	196,246	D	

Explanation of Responses:

1. Granted pursuant to the Amended and Restated 1999 Stock Option Plan.

<u>George A. Bellino</u>

09/11/2006

Date

** Signature of Reporting Person

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

 \ast 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.