Common Stock 03/18/2024 Planetation of the securities and the secu						Wa	ashingt	on, D.C	. 205	49						OME	APPR	OVAL
Individual 105 Field pursuant to Section 18(a) of the Securities Excluding Act of 1934 Land advances of Reporting Person? Field pursuant to Section 18(a) of the Investment Company Act of 1934 Company Act of	to Section 16. Form 4 or Form 5				IT OF CHANGES IN BENEFICIAL OWNERSHIP										E	OMB Number: 3235-02		
Citi Trends Inc. Citi Trends Inc. <td></td> <td>Fil</td> <td>ed pu</td> <td>ursuar or Sec</td> <td>nt to S</td> <td>Section 30(h) of</td> <td>16(a) c f the Inv</td> <td>of the Se vestmer</td> <td>ecurit nt Co</td> <td>ies Exchan mpany Act</td> <td>ge Ac of 194</td> <td>t of 1934 0</td> <td>1</td> <td></td> <td>hc</td> <td>ours per n</td> <td>esponse:</td> <td>0</td>		Fil	ed pu	ursuar or Sec	nt to S	Section 30(h) of	16(a) c f the Inv	of the Se vestmer	ecurit nt Co	ies Exchan mpany Act	ge Ac of 194	t of 1934 0	1		hc	ours per n	esponse:	0
1. Obte of Earliest: Transaction (Month/Day/Year) 0. Other (Earliest: Transaction (Month/Day/Year)) 0. Other (give tile below) 0. Other (give tile bel		on*		2. Issuer Name and Ticker or Trading Symbol										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
UNIT 1900 • In Adheliditedit, Date & Original rised (Mohl/DayYteal) Index of the control of the c	(Last) (First)													Officer (give title Other (specify				
Street) RINCON PR 00677 City (State) (Zip)														,				
Rule 10b5-1(c) Transaction Indication City (State) (Zip) City (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract. Instruction or written plan that is intended to satisfy the affirmative defense conditions of Rue 1085-1(c). See instruction 10. Table 1 - Non-Derivative Securities Acquired, Disposed of O, or Beneficially Owned Family Ow		00677											2	Form	filed by		•	
 			- F	Пс	heck t	his box	to indica	ate that a	a trans	action was i	made p	oursuant	to a cor	ntract, instru	uction or v	written pla	an that is in	tended to
. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Socurities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Deemedically (Instr. 4) 6. Ownership (Price (Instr. 4) 6. Ownership (Price (Instr. 4) 6. Ownership (Price (Instr. 4) 7. Nature Securities (Instr. 4) Common Stock 03/18/2024 P 11,000 A \$28,5489 ⁽²⁾ 1,646,164 I See Footno (Instr. 4) Common Stock 03/19/2024 P 14,500 A \$28,5489 ⁽²⁾ 1,646,164 I See Footno (Instr. 4) Common Stock 03/20/2024 P 14,500 A \$28,6851 1,660,664 I See Footno (Instr. 4) Title of Perivative Security Instr. 3) 3. Transaction (Price of Date Or or Securities Acquired (A) or Date Or or Securities (Month/Day/Year) 5. Number (Socie (Instr. 4) (Month/Day/Year) 5. Deemed Execurities (Month/Day/Year) 7. Title and Month of Security (Instr. 3) 8. Price of Date Or or Securities (Instr. 4) 10. Or or Securities (Instr. 4) 9. Number Or or Security (Instr. 4) 10. Or or Securities (Instr. 4) 10. Or or Securities (Instr. 4) 10. Or or Securities (Instr. 4) 10. Or or Securities (Instr. 4) 10. Or or Securities (In	Tah		 toy	Sa	atisfy t	he affirn	native d	efense c	onditi	ons of Rule	10b5-1	(c). See	Instruct	ion 10.				
Image: Construct of the original state of t	1. Title of Security (Instr. 3) 2. Transaction Date			2A. Deemed Execution Date, if any			3. Transaction Code (Instr.		4. Securities Acquired (A) or				5. Amount Securities Beneficial Owned		Form (D) or Indire	Direct	Beneficial Ownershi	
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Common Stock 03/20/2024 P 14,500 A \$28.6851 1,660,664 I Footno Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) . Title of derivative security 2. of Conversion ecurity berivative Security 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Derivative Securities (Month/Day/Year) 5. Number of dif any (Month/Day/Year) 5. Number of dif any (Month/Day/Year) 5. Number of dif any (Month/Day/Year) 6. Date Exercisable and Derivative Securities (Month/Day/Year) 8. Price of Derivative Securities (Instr. 3, 4 and 5) 8. Price of Derivative Securities (Instr. 4) 8. Price of Derivative Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 4) 9. Number of D	Common Stock	03/19/202	24				Р		85	5,423	A	\$28.5	489(2)	1,64	6,164			See Footnote
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Derivative isecurity Conversion or Exercise Instr. 3) Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction of any (Month/Day/Year) of of Derivative (No Expiration Date Derivative (A) or of (D) Amount of Derivative (Month/Day/Year) Derivative of (D) Ownership Perivative (A) or of (D) Form: Derivative (A) or of (D) Date Amount of Derivative Securities Derivative Securities Ownership Securities Ownership Securities Ownership Securities Ownership Securities Ownership Securities Ownership Securities Opticative Securities Amount of Securities Derivative Securities Ownership Securities Owne														Ownee	d			
. Name and Address of Reporting Person*	Derivative Conversion Date Gecurity or Exercise (Month/Day/Yea Instr. 3) Price of Derivative	Execution Date, ar) if any	Tr	ode (l		of Deriva Secur Acqui (A) or Dispo of (D) (Instr.	Expiration Dat (Month/Day/Ye rities irred r osed) r. 3, 4			Date		Amount of Securities Underlying Derivative Security (Inst		erivative ecurity	derivati Securiti Benefic Owned Followi Reporte Transac	ive ies cially ng ed ction(s)	Ownership Form: Direct (D) or Indirect	Benefici Owners t (Instr. 4)
			C	ode	v	(A)			able			or Num of	ber					
		on [*]																

UNIT 1900

PR

(State)

Pleasant Lake Onshore Feeder Fund LP

(First)

PR

(State)

1. Name and Address of Reporting Person^{\star}

100 CARR 115 UNIT 1900

00677

(Zip)

(Middle)

00677

(Zip)

(Street) RINCON

(City)

(Last)

(Street) RINCON

(City)

1. Name and Address of Reporting Person [*] <u>Pleasant Lake Partners LLC</u>							
(Last)	(First)	(Middle)					
100 CARR 11	5 UNIT 1900						
(Street)							
RINCON	PR	00677					
(City)	(State)	(Zip)					

Explanation of Responses:

1. Shares reported herein are held for the benefit of private investment vehicles, including Pleasant Lake Onshore Feeder Fund, LP, for which Pleasant Lake Partners LLC ("PLP") serves as investment adviser. Fund 1 Investments, LLC serves as managing member of PLP, Jonathan Lennon serves as managing member of Fund 1 Investments, LLC. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest therein.

2. The reported price represents a weighted average price. The range of prices at which common stock was purchased was \$26.7470 to \$28.5921 per share.

Remarks:

/s/ Fund 1 Investments, LLC By: Benjamin C. Cable, Chief Operating Officer /s/ Pleasant Lake Onshore Feeder Fund, LP, by Pleasant Lake Partners LLC, its Investment Adviser, by Fund 1 Investments, LLC, its Managing Member By: Benjamin C. Cable, Chief Operating Officer /s/ Pleasant Lake Partners LLC, its Managing Member Managing Member Mathematical States of the stat

Operating Officer

** 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.

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.