Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Nashington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person (Check all applicable) Citi Trends Inc [CTRN] Plutino Heather L Director 10% Owner Officer (give title Other (specify below) below) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Last) **EVP** and CFO 06/27/2022 C/O CITI TRENDS, INC. 104 COLEMAN BLVD. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Form filed by One Reporting Person **SAVANNAH** 31408 GA Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of Securities 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 6. Ownership 7. Nature Execution Date Transaction Code (Instr. of Indirect Beneficial Form: Direct (Month/Day/Year) Beneficially if any (D) or Indirect 5) Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Reported Transaction(s) (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) 06/27/2022 Common Stock Α 6,387 A **\$0** 6,387 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3A. Deemed Execution Date, 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of Derivative 9. Number of derivative 10. Ownership 3. Transaction 5. Numbe 11. Nature Conversion (Month/Day/Year) Derivative Security or Exercise if any (Month/Day/Year) Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial (Instr. 3) Price of 8) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership

Explanation of Responses:

Derivative

Security

/s/ Jason Moschner as attorney-in-fact

Title

Expiration

Date

Derivative

Security (Instr. 3 and 4)

Amount Number

of Shares

06/29/2022

Owned

Following Reported

Transaction(s) (Instr. 4)

(Instr. 4)

or Indirect

(I) (Instr. 4)

** Signature of Reporting Person Date

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

Code

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.

Acquired

(A) or Disposed

of (D) (Instr. 3, 4 and 5)

(D)

Exercisable

(A)

^{*} 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).