SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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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

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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Academy Sports & Outdoors, Inc. [ASO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
HICKS K	<u>EN C</u>			X	Director	10% Owner	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2023		Officer (give title below)	Other (specify below)	
C/O ACADEMY SPORTS AND OUTDOORS, INC.					Chairman, President and CEO		
1800 NORTH MASON ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)				X	Form filed by One Reporting Person		
KATY	TX	77449			Form filed by More th Person	an One Reporting	
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication				
			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 Rule 10b5-1(c). See Instruction 10.				

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)		(11150. 4)
Common Stock	04/30/2023		М		1,244	A	(1)	472,694	D	
Common Stock	04/30/2023		М		1,274	A	(1)	473,968	D	
Common Stock	04/30/2023		F		1,249	D	\$63.52	472,719	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed Execution Date, 6. Date Exercisable and 9. Number of 11. Nature 1. Title of 3. Transaction 5. Number 7. Title and 8. Price of 10. 2. Conversion Date Transaction Derivative Expiration Date Amount of Derivative derivative Ownership of Indirect if any (Month/Day/Year) Code (Instr. 8) Form: Direct (D) Security (Instr. 3) or Exercise (Month/Day/Year) Derivative (Month/Day/Year) Securities Security (Instr. 5) Securitie Beneficial Price of Securities Underlying Beneficially Ownership Acquired (A) or Disposed Derivative Security Derivative Owned or Indirect (Instr. 4) Security (Instr. 3 and 4) Following Reported (I) (Instr. 4) of (D) Transaction(s) (Instr. 3, 4 and 5) (Instr. 4) Amount or Number Expiration Date Date v (A) (D) Exercisable Title Shares Code Restricted Commor (1) 04/30/2023 (3) 03/30/2032 1.244 45,101 D Stock Μ 1 2 4 4 \$<mark>0</mark> Stock Units⁽²⁾ Restricted Commor Stock (1) 04/30/2023 A 1,274 (4) 03/31/2031 1.274 \$<mark>0</mark> 26,754 D Stock Units⁽²⁾

Explanation of Responses:

1. Restricted stock units convert into common stock on a one-for-one basis.

2. Granted under the Company's 2020 Omnibus Incentive Plan.

3. On March 30, 2022, the Reporting Person was granted 63,760 performance-based restricted stock units ("PRSUs"). These PRSUs vest if certain performance criteria and/or Issuer stock price conditions are met and certified by the Issuer's compensation committee. On March 1, 2023, the Issuer's compensation committee certified achievement of 93,7% of the performance criteria during fiscal 2022 meaning that 59,713 PRSUs were deemed earned. Of this earned amount, 1/48 of the PRSUs earned will vest for every monthly anniversary since the Vesting Commencement Date (i.e., January 30, 2022), and thereafter, subject to the Reporting Person's continued service with the Issuer through each applicable vesting date. The remaining unearned amount of this grant (i.e., 4,047 PRSUs) may vest upon certification by the Issuer's compensation committee of achievement of certain Issuer stock price conditions as of the fourth anniversary of the Vesting Commencement Date.

4. On March 31, 2021, the Reporting Person was granted 61,133 performance-based restricted stock units. These performance-based restricted stock units vest if certain performance criteria and/or Issuer stock price conditions are met and certified by the Issuer's compensation committee. Following certification of achievement of the performance criteria during fiscal 2021 by the Issuer's compensation committee on March 2, 2022, 1/48 of the total performance-based restricted stock units granted will vest for every monthly anniversary since the Vesting Commencement Date (i.e., January 31, 2021), and thereafter on each monthly anniversary of the Vesting Commencement Date.

Remarks:

/s/ Gary He	<u>olland, Attorney-ın-</u>	- 05/01/2023
fact		03/01/2023

** 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.