SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES Estimated average burden hours per response: 0.5

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

	Address of Rep eather A.	orting Person [*]	2. Date of Requiring (Month/Da 10/02/20	Statement y/Year)	3. Issuer Name and Ticker or Trading Symbol <u>Academy Sports & Outdoors, Inc.</u> [ASO]						
(Last) (First) (Middle) C/O ACADEMY SPORTS AND OUTDOORS, INC.					4. Relationship of Reporting Issuer (Check all applicable) Director	Person(s) to 10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)			
	TH MASON	ROAD	_		X Officer (give title below) VP, Contro	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street) KATY	-					,iici			Form filed by More than One Reporting Person		
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)				I	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or Ir (I) (Instr	Direct Ov Indirect		. Nature of Indirect Beneficial wnership (Instr. 5)		
Common Stock					6,230 ⁽¹⁾	E	D				
Table II - Derivative Securities Beneficially Owned(e.g., puts, calls, warrants, options, convertible securities)											
		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Se Underlying Derivative Sec (Instr. 4)	urity Convers		ise Form:		6. Nature of Indirect Beneficial Ownership (Instr.		
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)		
Stock Optio	ons (Right to I	Buy)	(2)	08/29/2029	Common Stock	5,612	16.38		D		
Stock Optio	ons (Right to I	Buy)	(3)	08/29/2029	Common Stock	2,764	16.38		D		
Stock Optio	ons (Right to I	Buy)	(4)	03/05/2030	Common Stock	6,081	17.3		D		

Explanation of Responses:

1. Reflects: (a) 4,112 time-based restricted stock units, and (b) 2,118 performance-based restricted stock units that vest if certain performance criteria and/or Issuer stock price conditions are met.

2. These time-based options vest in four equal annual installments beginning on August 29, 2020.

3. These performance-based options vest as follows: (a) 690 have vested, and (b) the remaining portion shall vest in three equal annual installments beginning on February 1, 2021.

4. These time-based options vest in four equal annual installments beginning on March 5, 2021.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney.

<u>/s/ Rene G. Casares,</u> <u>Attorney-in-Fact</u>

10/02/2020

** 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 5 (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.

Know all by these presents that the undersigned, does hereby make, constitute and appoint each of Rene Casares, Sarah Green and Janet Morrow, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (in the undersigned's individual capacity), to execute and deliver such forms that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Academy Sports and Outdoors, Inc. (the "Company") (i) pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, statements on Form 3, Form 4 and Form 5 (including any amendments thereto) and (ii) in connection with any applications for EDGAR access codes or any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Securities and Exchange Commission, including without limitation the Form ID. The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of the Company, unless earlier revoked in writing. The undersigned acknowledges that Rene Casares, Sarah Green and Janet Morrow are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

> By: /s/ Heather A. Davis Name: Heather A. Davis

Date: September 16, 2020