

144: Filer Information

Filer CIK	<input type="text" value="0001779766"/>
Filer CCC	<input type="text" value="XXXXXXXX"/>
Is this a LIVE or TEST Filing?	<input checked="" type="radio"/> LIVE <input type="radio"/> TEST

Submission Contact Information

Name	<input type="text"/>
Phone	<input type="text"/>
E-Mail Address	<input type="text"/>

144: Issuer Information

Name of Issuer	<input type="text" value="Grocery Outlet Holding Corp."/>
SEC File Number	<input type="text" value="001-38950"/>
Address of Issuer	<input type="text" value="5650 HOLLIS STREET
EMERYVILLE
CALIFORNIA
94608"/>
Phone	<input type="text" value="(510) 845-1999"/>
Name of Person for Whose Account the Securities are To Be Sold	<input type="text" value="Sheedy Robert Joseph Jr."/>

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer	<input type="text" value="Officer"/>
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144: Securities Information

Title of the Class of Securities To Be Sold	<input type="text" value="Common"/>
Name and Address of the Broker	<input type="text" value="Fidelity Brokerage Services LLC
900 Salem Street
Smithfield
RI
02917"/>
Number of Shares or Other Units To Be Sold	<input type="text" value="19903"/>
Aggregate Market Value	<input type="text" value="540844.12"/>
Number of Shares or Other Units Outstanding	<input type="text" value="97683722"/>
Approximate Date of Sale	<input type="text" value="03/06/2023"/>
Name the Securities Exchange	<input type="text" value="NASDAQ"/>

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	<input type="text" value="Common"/>
Date you Acquired	<input type="text" value="03/02/2023"/>
Nature of Acquisition Transaction	<input type="text" value="Restricted Stock Vesting"/>

Name of Person from Whom Acquired	Issuer	
Is this a Gift?	 Checkbox not checked	Date Donor Acquired
Amount of Securities Acquired	19903	
Date of Payment	03/02/2023	
Nature of Payment	Compensation	

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Robert Sheedy 5650 Hollis Street Emeryville CA 94608
Title of Securities Sold	Common
Date of Sale	03/03/2023
Amount of Securities Sold	6837
Gross Proceeds	187719.40

144: Remarks and Signature

Remarks	
Date of Notice	03/06/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature	/s/ Lisa Gerard, as a duly authorized representative of Fidelity Brokerage Services LLC, as attorney-in-fact for Robert Sheedy
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ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)