

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

ATTENTION: Transmittal for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1. (a) NAME OF ISSUER (Please type or print) DULUTH HOLDINGS, INC.		(b) ISS IDENT. NO. 39-1564801		(c) SEC. FILE NO. 001-37641	
2. (a) ADDRESS OF ISSUER 170 COUNTRYSIDE DR. P.O. BOX 409		CITY BELLEVILLE		STATE WM	
3. (a) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD ALLEN L. DITTRICH		RELATIONSHIP TO ISSUER Officer		(b) ADDRESS STREET 170 COUNTRYSIDE DR. P. BELLEVILLE	
				CITY WM	
				STATE WM	
				ZIP CODE 53508	
WORK LOCATION					

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

(a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Assisting the Issuer	SEC. USE ONLY		(d) Number of Shares or Other Units To Be Sold <i>(See Item 10)</i>	(e) Aggregate Market Value <i>(See Item 10)</i>	(f) Number of Shares or Other Units Outstanding <i>(See Item 10)</i>	(g) Approximate Date of Sale <i>(See Item 10)</i> M.D. DAY Y.Y.	(h) Name of Each Broker Through Whom the Securities are Offered <i>(See Item 10)</i>
		Broker-Dealer File Number						
Class B Common	WILLIAM BLAIR & COMPANY LLC 150 N. RIVERSIDE PLAZA CHICAGO IL 60606			25,000	\$197,250	32,700,000	6/17/2020	NASDAQ

INSTRUCTIONS:

- (a) Name of Issuer
- (b) Issuer's I.R.S. Identification Number
- (c) Issuer's S.E.C. File number, if any
- (d) Issuer's address, including zip code
- (e) Issuer's telephone number, including area code
- (f) Name of person for whom account the securities are to be sold
- (g) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
- (h) Such person's address, including zip code
- (i) Title of the class of securities to be sold
- (j) Name and address of each broker through whom the securities are intended to be sold
- (k) Number of shares or other units to be sold (If this number is not known, give the aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice by the most recent report or statement published by the issuer)
- (l) Approximate date on which the securities are to be sold
- (m) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1747 (08-07)
1.748092.112

OMB APPROVAL	
OMB Number:	3235-0101
Expires:	June 30, 2020
Estimated average burden hours per response:	1.00

SEC USE ONLY	
DOCUMENT REFERENCE NO.	

CUSIP NUMBER	
---------------------	--

WORK LOCATION	
----------------------	--

DATE OF SALE	
---------------------	--

STATE	
--------------	--

ZIP CODE	
-----------------	--

DATE OF SALE	
---------------------	--

STATE	
--------------	--

ZIP CODE	
-----------------	--

TABLE I — SECURITIES TO BE SOLD

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:

Title of the Class	Date when Acquired	Means of Acquisition Transaction	Market of Exchange from Which Acquired (If not, also give date acquired)	Amount of Securities Acquired	Date of Payment	Means of Payment
Class B, common stock	6/1/20	Stock Award	ISSUER	25,000	n/a	Not Applicable

INSTRUCTIONS:

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.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

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.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Date Received
ALLEN L. BITTRICH 170 COUNTRYSIDE DR. P.O. BOX 409 BELLEVILLE MI 43506	DULUTH HOLDINGS, INC.		0	

REMARKS:

INSTRUCTIONS:

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 registered by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

6/17/2020

DATE OF NOTICE

DATE OF PLAN ADOPTION OR OTHER OF DISCLOSURE, IF RELYING ON RULE 10b-1.

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed by the person for whose account the securities are to be sold.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)

