FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	ct to
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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

OMB APPI	ROVAL
OMB Number:	3235-0287
Estimated average b	urden

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hours per response:	0.5
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In Nume and Address of Reporting Forson JACULLO PETER J III (Last) (First) (Middle) C/O TILE SHOP HOLDINGS, INC.		n*	2. Issuer Name and Ticker or Trading Symbol TILE SHOP HOLDINGS, INC. [TTS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	Х	10% Owner		
		,	3. Date of Earliest Transaction (Month/Day/Year) 06/04/2019		Officer (give title below)		Other (specify below)		
14000 CARLSON PARKWAY			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) PLYMOUTH MN 55441		55441		X	Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of										
1. Title of Security (Instr. 3)	curity (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction if any (Month/Day/Year) 2. Transaction if any (Month/Day/Year) 2. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)					(A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								362,262(1)	D	
Common Stock								4,441,180	I	By JWTS, Inc. ⁽²⁾
Common Stock	06/04/2019		Р		10,000	A	\$4.18	1,074,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/04/2019		Р		2,590	A	\$4.14	1,077,014	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/04/2019		Р		7,410	A	\$4.23	1,084,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/05/2019		Р		10,000	A	\$4.14	1,094,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/05/2019		Р		10,000	A	\$4.09	1,104,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/05/2019		Р		10,000	A	\$4	1,114,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/06/2019		Р		10,000	A	\$3.95	1,124,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/06/2019		Р		10,000	A	\$3.9	1,134,424	I	By Irrevocable Trust ⁽³⁾
Common Stock	06/06/2019		Р		10,000	A	\$3.85	1,144,424	I	By Irrevocable Trust ⁽³⁾

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

		Та	ble II - Deriva (e.g., p					options,	onvertib		or I	y Owned			
1. Title of	2. Conversion	3. Transaction	3A. Deemed Execution Date.	C ode Transa		€A)Nu	m(100e))r	Date ExDectisEblero Expiration Do		Titletle Amour	ot aSalodares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
Beclanation	of Elescises	e 6 Month/Dav/Year)	if any (Month/Day/Year) ed pursuant to the Co	Code (Instr.	Deriv Secu		(Month/Day/) d Plan, which a	′ear)	Securit		Security	Securities Beneficially Of a the date of t	Form: Direct (D) or Indirect	Beneficial Ownership Next annual (Instr. 4)
These securinterest therei	rities are owned n, and this repo	d by JWTS, Inc. The ort shall not be deeme	reporting person is the d an admission that t Jacullo Children's 19	ne sole d he repor	lirector o ting per	of Dispo sof (D)	Bend c. he ben	eficial owner of	erson disclain such securiti	ns anch4) i es for Seo	tion 16 or a	hip of these so	ecRepostedcept to		is pecuniary
3. These secut the extent of h	rities are owned his pecuniary in	1 by the Katherine D iterest therein, and th	is report shall not be	deemed	vocable an adm	¹ and 5 ission t	he rep	orting person is reporting perso	s the trustee. The benefit	he repor	ting person er of such s	disclaims ber ecurities for S	eficial ownership Section 16 or any o	of these securi	ities except to
Remarks	:														
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				Code	v	(A)	(D)	Date Exercisable	Expiratic Jac Date	cullo II		or Peter J. It to Power	' Ub/Ub/2U1	<u>9</u>	

** 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.

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