

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
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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* <u>KKR 2006 Allstar Blocker L.P.</u> _____ (Last) (First) (Middle) C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 _____ (Street) NEW YORK NY 10019 _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/02/2020	3. Issuer Name and Ticker or Trading Symbol <u>Academy Sports &amp; Outdoors, Inc. [ ASO ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,102,476	I	See footnotes <sup>(1)(4)(5)</sup>
Common Stock	22,031,746	I	See footnotes <sup>(2)(4)(5)</sup>
Common Stock	28,453,079	I	See footnotes <sup>(3)(4)(5)</sup>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person* <u>KKR 2006 Allstar Blocker L.P.</u> _____ (Last) (First) (Middle) C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 _____ (Street) NEW YORK NY 10019 _____ (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Allstar Co-Invest Blocker L.P.</u> _____ (Last) (First) (Middle) C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 _____ (Street)
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NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Allstar LLC](#)

(Last) (First) (Middle)

C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.  
9 WEST 57TH STREET, SUITE 4200

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Allstar Co-Invest GP LLC](#)

(Last) (First) (Middle)

C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.  
9 WEST 57TH STREET, SUITE 4200

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR 2006 Fund \(Allstar\) L.P.](#)

(Last) (First) (Middle)

C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.  
9 WEST 57TH STREET, SUITE 4200

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR Associates 2006 AIV L.P.](#)

(Last) (First) (Middle)

C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.  
9 WEST 57TH STREET, SUITE 4200

(Street)

NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR 2006 AIV GP LLC](#)

(Last) (First) (Middle)

C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.  
9 WEST 57TH STREET, SUITE 4200

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

**Explanation of Responses:**

1. These shares of common stock of Academy Sports and Outdoors, Inc. ("Common Stock") are held by KKR 2006 Allstar Blocker L.P.
2. These shares of Common Stock are held by Allstar Co-Invest Blocker L.P. The general partner of Allstar Co-Invest Blocker L.P is Allstar Co-Invest GP LLC.
3. These shares of Common Stock are held by Allstar LLC. The managing member of Allstar LLC is KKR 2006 Fund (Allstar) L.P. The general partner of KKR 2006 Fund (Allstar) L.P. is KKR Associates 2006 AIV L.P.
4. KKR 2006 AIV GP LLC is the general partner of each of KKR 2006 Allstar Blocker L.P. and KKR Associates 2006 AIV L.P. and the sole member of Allstar Co-Invest GP LLC. The sole member of KKR 2006 AIV GP LLC is KKR Group Partnership L.P. KKR Group Holdings Corp. is the general partner of KKR Group Partnership L.P. KKR & Co. Inc. is the sole shareholder of KKR Group Holdings Corp. KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc. Messrs. Henry R. Kravis and George R. Roberts are the founding partners of KKR Management LLP.
5. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.

**Remarks:**

Because no more than 10 reporting persons can file any one Form 3 through the Securities and Exchange Commission's EDGAR system, certain affiliates of the Reporting Persons have filed a separate Form 3. Exhibit List: Exhibit 24 - Power of Attorney.

KKR 2006 ALLSTAR  
BLOCKER L.P., By: KKR  
2006 AIV GP LLC, its  
general partner, By: /s/  
Terence P. Gallagher, 10/02/2020  
Name: Terence P.  
Gallagher, Title: Attorney-  
in-fact for Robert H.  
Lewin, Chief Financial  
Officer

ALLSTAR CO-INVEST  
BLOCKER L.P., By:  
Allstar Co-Invest GP LLC,  
its general partner, By: /s/  
Terence P. Gallagher, 10/02/2020  
Name: Terence P.  
Gallagher, Title: Attorney-  
in-fact for Robert H.  
Lewin, Chief Financial  
Officer

ALLSTAR LLC, By: /s/  
Terence P. Gallagher,  
Name: Terence P.  
Gallagher, Title: Attorney- 10/02/2020  
in-fact for Robert H.  
Lewin, Chief Financial  
Officer

ALLSTAR CO-INVEST  
GP LLC, By: /s/ Terence P.  
Gallagher, Name: Terence  
P. Gallagher, Title: 10/02/2020  
Attorney-in-fact for Robert  
H. Lewin, Chief Financial  
Officer

KKR 2006 FUND  
(ALLSTAR) L.P., By:  
KKR Associates 2006 AIV  
L.P., its general partner,  
By: KKR 2006 AIV GP  
LLC, its GP, By: /s/  
Terence P. Gallagher, 10/02/2020  
Name: Terence P.  
Gallagher, Title: Attorney-  
in-fact for Robert H.  
Lewin, Chief Financial  
Officer

KKR ASSOCIATES 2006 10/02/2020  
AIV L.P., By: KKR 2006  
AIV GP LLC, its general  
partner, By: /s/ Terence P.  
Gallagher, Name: Terence  
P. Gallagher, Title:  
Attorney-in-fact for Robert

H. Lewin, Chief Financial Officer

KKR 2006 AIV GP LLC,

By: /s/ Terence P.

Gallagher, Name: Terence

P. Gallagher, Title: 10/02/2020

Attorney-in-fact for Robert

H. Lewin, Chief Financial

Officer

\*\* 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.**

**POWER OF ATTORNEY**

Know all men by these presents that Robert H. Lewin does hereby make, constitute and appoint David J. Sorkin, Terence P. Gallagher, and Christopher Lee, 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 (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13F, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Robert H. Lewin

Name: Robert H. Lewin

Date: January 14, 2020

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