

BIG LOTS INC  
Form SC 13G/A  
February 13, 2017

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934  
(Amendment No.11)\*

Big Lots, Inc.

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(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share

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(Title of Class of Securities)

089302103

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(CUSIP Number)

December 31, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule is filed:

- X Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting  
person's initial filing on this form with respect to the subject class of  
securities, and for any subsequent amendment containing information which  
would alter the disclosures provided in a prior page.

The information required in the remainder of this cover page shall not be  
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange  
Act of 1934 ("Act") or otherwise subject to the liabilities of that section  
of the Act but shall be subject to all other provisions of the Act (however,  
see the Notes).

(Continued on following pages (s))

Page 1 of 4 Pages

CUSIP No. 089302103 13G/A Page 2 of 4  
Pages

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(1) Names of Reporting Persons, S.S. or I.R.S. Ident. Nos. of Above Persons  
Sasco Capital, Inc.

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(2) Check the Appropriate Box if a Member of a Group\* (a) /  
/ (b) / X /

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(3) SEC Use Only

—

(4) Citizenship or Place of Organization  
Fairfield, Connecticut

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Number of Shares (5) Sole Voting Power  
Beneficially  
Owned by 600,742  
Each Reporting  
Person With (6) Shared Voting Power

102,570

(7) Sole Dispositive Power

1,845,701

(8) Shared Dispositive Power

102,570

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(9) Aggregate Amount Beneficially Owned by Each Reporting Person

1,948,271

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(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\*

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(11) Percent of Class Represented by Amount in Row (9)

4.4%

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(12) Type of Reporting Person\*

IA

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The issuer of the securities to which this statement relates is  
Big Lots, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

300 Phillipi Road  
Columbus, OH 43228-0512

Item 2(a) Name of Person Filing:

Sasco Capital, Incorporated

Item 2(b) Address of Principal Business Office:

10 Sasco Hill Road  
Fairfield, CT 06824

Item 2(c) Citizenship:

Sasco Capital, Inc. is a Connecticut corporation whose office is  
at Fairfield, Connecticut.

Item 2(d) Title of Class of Securities:

Common stock, par value \$0.01 per share.

Item 2(e) CUSIP Number:

089302103

Item 3 This statement is filed pursuant to Rule 13d-1(b) and the person  
filing:

Daniel L. Leary, Secretary, for Sasco Capital, Inc.

Item 4 Ownership.

None.

Page 4 of 4 Pages

Item 5 Ownership of 5% or less of a Class

Not applicable.

Item 6 Ownership of More than 5% on Behalf of Another Person.

Not applicable.

Item 7 Identification and Classification of the Subsidiary Which  
Acquired

Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8 Identification and Classification of Members of the Group.

Not applicable.

Item 9 Notice of Dissolution of Group.

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Item 10 Certification.

To the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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Daniel L. Leary  
Secretary  
February 13, 2017