

DILLARD ALEX  
Form 4  
September 27, 2017

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DILLARD ALEX

2. Issuer Name and Ticker or Trading Symbol  
DILLARD'S, INC. [DDS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1600 CANTRELL ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/25/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President

LITTLE ROCK, AR 72201

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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**

| 1. Title of Security (Instr. 3)  | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                  |                                      |  | Code                           | V   | Amount  | (D)  | Price   |
| Common Class A                   | 09/25/2017                           |  | A                              |   | 169   | A  | \$ 56.96  |
| Common Class A - Retirement Plan |                                      |  |                                |   | 616   |  |   |
| Common Class A                   |                                      |  |                                |   | 41,496 <sup>(1)</sup>   | I  | See Footnote <sup>(1)</sup>                           |
| Common Class A                   |                                      |  |                                |   | 7,300 <sup>(2)</sup>  | I  | See Footnote  |

|                |  |                       |   |                         |
|----------------|--|-----------------------|---|-------------------------|
| Common Class A |  | 36,000 <sup>(3)</sup> | I | (2)<br>See Footnote (3) |
|----------------|--|-----------------------|---|-------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.** SEC 1474 (9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Underlying Security (Instr. 3 and 4) |                              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|------------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares   |
| Common Class B                             | <sup>(4)</sup>   |                                      |  |                                |   | <sup>(4)</sup>   | <sup>(4)</sup>  | Common Class A                                   | 3,985,776 <sup>(1) (5)</sup> |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| DILLARD ALEX<br>1600 CANTRELL ROAD<br>LITTLE ROCK, AR 72201 | X             |           | President |       |

## Signatures

/s/ Alex Dillard                      09/27/2017  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* 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).

(1)

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These shares are held by W.D. Company, Inc. The reporting person owns 27.9% of W.D. Company, Inc. and is one of its directors and officers.

- (2) Trustee of GST Trust
- (3) Owned by Spouse
- (4) Shares of Class B Common Stock are convertible into shares of Class A Common Stock on a one-for-one basis. Class B Common Stock has no expiration date.
- (5) These shares of Class B Common Stock were previously reported in Table I and will now be reported in Table II, as a derivative security.

### **Remarks:**

Remarks: The reporting person disclaims beneficial ownership of the shares reported herein as indirectly beneficially owned,

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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