

DILLARDS INC
Form S-3/A
August 25, 2004

Post Effective Amendme
Registration No.

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

**POST EFFECTIVE AMENDMENT NO. 2
TO
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

DILLARD'S, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other Jurisdiction of
Incorporation or Organization)

71-0388071
(I.R.S. Employer
Identification Number)

**1600 Cantrell Road,
Little Rock, AR 72201
Phone: (501) 376-5200**
(Address, including zip code, and telephone number, including
area code, of registrant's principal executive offices)

**Paul B. Benham III,
Friday, Eldredge & Clark LLP,
400 West Capitol Ave.,
Suite 2000
Little Rock, AR 72201
Phone: (501) 376-2011**
(Name, address, including zip code, and telephone number, including area code, of agent for s

N/A
(Approximate date of commencement of proposed sale to the public)

If the only securities being registered on this Form are being offered pursuant to dividend interest reinvestment plans, please check the following box. []

DEREGISTRATION OF DEBT SECURITIES

This Post-Effective Amendment No. 2 (the "Amendment") to the Registration Statement on Form S-3 (SEC File No. 333-59183) is being filed by Dillard's, Inc. (the "Company") in order to deregister the \$750,000,000.00 principal amount of Debt Securities which remain unsold under SEC File No. 333-59183.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has a reasonable grounds to believe that it meets all of the requirements for filing this Post-Effective Amendment No. 2 to Form S-3 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Little Rock, State of Arkansas, on August 14, 2014.

DILLARD'S, INC.
(Registrant)

By /s/ James I. Freeman
JAMES I. FREEMAN, Director
Senior Vice President and
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement (SEC File No. 333-59183) has been signed by the following persons in the capacities and on the dates indicated:

| (Signature) | (Title) | (Date) |
|---------------------------------|--|-----------------|
| * <u>William Dillard, II</u> | Director; Chief Executive Officer | August 14, 2014 |
| * <u>Alex Dillard</u> | Director; President | August 14, 2014 |
| * <u>Mike Dillard</u> | Director; Executive Vice President | August 14, 2014 |
| * <u>Drue Corbusier</u> | Director; Executive Vice President | August 14, 2014 |
| <u>/s/James I. Freeman</u> | Director; Senior Vice President; Chief Financial Officer | August 14, 2014 |
| * <u>Robert C. Connor</u> | Director | August 14, 2014 |