

DILLARDS INC
Form 5
March 13, 2006

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

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

(Last) (First) (Middle)

1600 CANTRELL ROAD

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
DILLARDS INC [DDS]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
01/28/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LITTLE ROCK, AR 72201

☒ 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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Class A	Â	Â	Â	Â	Â	Â	548,807 ⁽¹⁾	D	Â
Dillard's Capital Trust 1 7.5% Capital Securities	Â	Â	Â	Â	Â	Â	20,000	D	Â
Common Class A -	Â	Â	Â	Â	Â	Â	60,974	D	Â

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Retirement Plan

Common Class A	Â	Â	Â	Â	Â	Â	41,496 ⁽²⁾	D	Â
Common Class B	Â	Â	Â	Â	Â	Â	3,985,776 ⁽³⁾	D	Â
Common Class A	Â	Â	Â	Â	Â	Â	26,215 ⁽⁴⁾	D	Â
Common Class A	Â	Â	Â	Â	Â	Â	295,014 ⁽⁵⁾	D	Â
Common Class A	Â	Â	Â	Â	Â	Â	36,000	I	Owned by Spouse

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.

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(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 Derivative Security (Instr. 5)	9. of Derivative Security (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DILLARD ALEX 1600 CANTRELL ROAD LITTLE ROCK, AR 72201	Â X	Â	Â President	Â

Signatures

Alex Dillard 03/07/2006
 **Signature of Reporting Person Date

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) Col 5 includes 118 shares of Class A acquired under Rule 16(b)-3(c).
- (2) 41,496 Shares by W.D. Company. Reporting person owns 27.93%. This is W.D. Co.'s entire interest.
- (3) 3,985,776 Class B Shares by W.D. Company. Reporting person owns 27.93%. This is W.D. Co.'s entire interest.
- (4) Co-Trustee and co-beneficiary of WTD Exemption Trust.
- (5) Co-Trustee of WTD Exemption Trust.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.