DILLARDS INC Form 4

February 03, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SQUIRES BURT | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|----------|--|---|--|--|--|
| a a a a a a a a a a a a a a a a a a a | | DILLARDS INC [DDS] | (Check all applicable) | | | |
| (Last) (First) | (Middle) | 3. Date of Earliest Transaction | | | | |
| | | (Month/Day/Year) | Director 10% Owner | | | |
| 1600 CANTRELL ROAD | | 01/30/2015 | X Officer (give title Other (specification) below) | | | |
| | | | Corporate VP Stores | | | |
| (Street) | | 4. If Amendment, Date Original 6. Individual or Joint/Grou | | | | |
| | | Filed(Month/Day/Year) | Applicable Line) | | | |
| LITTLE ROCK, AR 7 | 2201 | • | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |

| (City) | (State) (2 | Table Table | I - Non-D | Perivative Securities Acqu | ired, Disposed of, | or Beneficiall | y Owned |
|---|---|-------------|-----------------|--|---|---|---------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (Instr. 8) | (A) or | 5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Class A | 01/30/2015 | | Code V A | 7 Amount (D) Price 216 A \$ 114.62 | 4,781 | D | |
| Common Class A - Retirement Plan | | | | | 26,023 | D | |

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

(7:m)

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SEC 1474

(9-02)

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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. Transactic Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | | ate | 7. Title and Amount of Underlying Securities (Instr. 3 and | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|--|---|---|
| | | | | Code V | 4, and 5) (A) (D) | Date Exercisable | Expiration Date | Amou or Title Numb of Share. | er | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SQUIRES BURT 1600 CANTRELL ROAD LITTLE ROCK, AR 72201

Corporate VP Stores

Signatures

/s/ Burt Squires 02/03/2015

**Signature of 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).

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 2