DILLARD MIKE

Form 5

March 01, 2010

FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362 Expired: January 31,

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

Washington, D.C. 2004)

Expires: 2005
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1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response...

See Instruction
1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **DILLARD MIKE** Symbol DILLARDS INC [DDS] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) _X_ Director 10% Owner _X_ Officer (give title Other (specify 01/30/2010 below) below) 1600 CANTRELL ROAD **Executive Vice President** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

LITTLE ROCK, ARÂ 72201

_X_Form Filed by One Reporting Person ___ Form Filed by More than One Reporting Person

(City)	(State) (Z	ip) Table	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)			Securities Ownership Beneficially Form: Direct Owned at end (D) or of Issuer's Indirect (I) Fiscal Year (Instr. 4) (Instr. 3 and		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	Â	Â	Â	Amount Â	(D) Â	Price Â	4) 459,833	D	Â
Class A Common Class A - Retirement Plan	Â	Â	Â	Â		Â	31,275	D	Â
Common Class A	Â	Â	Â	Â	Â	Â	295,014 (3)	D	Â
	Â	Â	Â	Â	Â	Â	41,496 <u>(4)</u>	D	Â

Common	
Class A	

Class B

Common Class A	Â	Â	Â	Â	Â	Â	26,215 <u>(2)</u>	D	Â
Common	^	↑	↑	^	•	^	3,985,776	_	^

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

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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.

(1)

SEC 2270 (9-02)

> 9. of D

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

DILLARD MIKE

1600 CANTRELL ROAD \hat{A} \hat{A} \hat{A} Executive Vice President \hat{A}

LITTLE ROCK, ARÂ 72201

Signatures

Mike Dillard 03/01/2010

**Signature of Person 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) 3,985,776 Class B Shares by W.D. Company. Reporting person owns 26.27%. This is W.D. Co.'s entire interest.
- (2) Co-Trustee and Co-Beneficiary of WTD Exemption Trust.

Reporting Owners 2

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- (3) Co-Trustee in WTD Exemption Trust.
- (4) 41,496 Class A Shares by W.D. Company. Reporting person owns 26.27%. This is W.D. Co.'s entire interest.

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Remarks:

Co-Trustee and Co-beneficiary 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.