

DOLLAR TREE INC

Form 3

March 11, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

JEWETT JOSHUA R

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/09/2016

3. Issuer Name and Ticker or Trading Symbol

DOLLAR TREE INC [DLTR]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

\_\_\_\_ Director      \_\_\_\_ 10% Owner  
☒ Officer      \_\_\_\_ Other  
 (give title below) (specify below)  
 Chief Information Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

500 VOLVO PARKWAY

(Street)

CHESAPEAKE, VA 23320

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

3,404

D

A

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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				Shares		(I) (Instr. 5)	
Restricted Stock Unit (1)	10/14/2017 <sup>(2)</sup>	10/14/2017	Common Stock	1,684	\$ 0 <sup>(3)</sup>	D	Â
Restricted Stock Unit	08/28/2016 <sup>(4)(5)</sup>	08/28/2016	Common Stock	2,607	\$ 0 <sup>(3)</sup>	D	Â
Stock Option (right to buy) <sup>(6)</sup>	Â <sup>(7)(8)</sup>	10/04/2016	Common Stock	0	\$ 51.49	D	Â
Stock Option (right to buy) <sup>(6)</sup>	Â <sup>(8)(9)</sup>	10/09/2017	Common Stock	3,750	\$ 67.95	D	Â
Stock Option (right to buy) <sup>(6)</sup>	Â <sup>(8)(10)</sup>	10/15/2018	Common Stock	6,965	\$ 68.92	D	Â
Stock Option (right to buy) <sup>(6)</sup>	Â <sup>(8)(11)</sup>	10/14/2024	Common Stock	4,935	\$ 76.97	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JEWETT JOSHUA R 500 VOLVO PARKWAY CHESAPEAKE, VA 23320	Â	Â	Â Chief Information Officer	Â

## Signatures

/s/ Joshua Jewett 03/11/2016

<sup>\*\*</sup>Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Pursuant to the Merger Agreement, on July 6, 2015, the outstanding restricted stock unit award granted on October 14, 2014 under
- (1) Family Dollar equity award policy, was converted into a restricted stock unit award in respect of a number of shares of Dollar Tree common stock determined by multiplying the number of shares of Family Dollar stock by the Award Exchange Ratio of 1.0000.
  - (2) Restricted Stock Unit granted on October 14, 2014 and will fully vest on the third anniversary of grant date.
  - (3) Convert without cost to shares of common stock on a one-for-one basis.
  - (4) Restricted Stock Unit awarded on August 28, 2015.
  - (5) Vests in three approximately equal annual installments, beginning the first anniversary of the award date, subject to continued employment.
- Pursuant to the Merger Agreement dated July 6, 2015, each option to purchase shares of Family Dollar common stock that was outstanding immediately prior to the Effective Time was converted into an option to purchase a number of shares of Dollar Tree common stock determined by multiplying the number of shares of Family Dollar common stock subject to such option by the Award Exchange Ratio of 1.000, at an exercise price per share determined by dividing the original per share exercise price of the option by the Award Exchange Ratio of 1.000.
- (6) common stock determined by multiplying the number of shares of Family Dollar common stock subject to such option by the Award Exchange Ratio of 1.000, at an exercise price per share determined by dividing the original per share exercise price of the option by the Award Exchange Ratio of 1.000.
  - (7) Award granted on October 4, 2011.

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- (8) Each option becomes exercisable with respect to 40% of the underlying shares on the second anniversary of grant and with respect to an additional 30% on each of the third and fourth anniversaries of grant.
- (9) Award granted on October 9, 2012.
- (10) Award was granted on October 15, 2013.
- (11) Award granted on October 14, 2014.

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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