#### **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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement DOLLAR TREE INC [DLTR] JEWETT JOSHUA R (Month/Day/Year) 03/09/2016 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 500 VOLVO PARKWAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person (give title below) (specify below) CHESAPEAKE, VAÂ 23320 Form filed by More than One Chief Information Officer Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 3,404 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$ 

1. Title of Derivative	2. Date Exercisable and Expiration		3. Title and Amount of Securities Underlying		4.		6. Nature of
Security	Date		Securities Un	iaeriying	Conversion	Ownership	Indirect Beneficial
(Instr. 4)	(Month/Day/Year)		Derivative Security		or Exercise	Form of	Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
						or Indirect	

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				Shares		(I) (Instr. 5)	
Restricted Stock Unit	10/14/2017(2)	10/14/2017	Common Stock	1,684	\$ 0 (3)	D	Â
Restricted Stock Unit	08/28/2016(4)(5)	08/28/2016	Common Stock	2,607	\$ 0 (3)	D	Â
Stock Option (right to buy) (6)	(7)(8)	10/04/2016	Common Stock	0	\$ 51.49	D	Â
Stock Option (right to buy) (6)	(8)(9)	10/09/2017	Common Stock	3,750	\$ 67.95	D	Â
Stock Option (right to buy) (6)	(8)(10)	10/15/2018	Common Stock	6,965	\$ 68.92	D	Â
Stock Option (right to buy) (6)	$\hat{A} = \frac{(8)(11)}{}$	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	Chief Information Officer	Â	

### **Signatures**

/s/ Joshua Jewett 03/11/2016

\*\*Signature of Date
Reporting Person

## **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 coverted 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
- (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. 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.