Edgar Filing: DILLARDS INC - Form 4

| DILLARDS I Form 4 July 14, 2009 | NC | | | | | | | | | | | |
|---|--------------------------|--|----------------------------|---|------|-------------------------|---|--|---|---|--------------------------|--|
| • | л | | | | | | | | | OMB AP | PROVAL | |
| FORM | 4 UNITED ST | FATES | | | | D EXC D.C. 205 | | IGE CO | OMMISSION | OMB Number: | 3235-0287 | |
| Check this if no longe subject to Section 16 Form 4 or | er STATEME | ENT OI | F CHANO | U | B | ENEFI | | ERSHIP OF | Expires: Estimated a burden hour response | | | |
| Form 5 obligations may contin <i>See</i> Instruct 1(b). | s Section 17(a) | of the l | | lity Ho | ldi | ng Comj | pany | Act of | Act of 1934, 1935 or Section) | | 0.0 | |
| (Print or Type Re | esponses) | | | | | | | | | | | |
| NELSON STEVEN K S | | | Symbol Is | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| | | | DILLARDS INC [DDS] | | | | | | (Check all applicable) | | | |
| (Month | | | | Date of Earliest Transaction fonth/Day/Year) /28/2008 | | | | | Director 10% Owner Officer (give title Other (specify below) Vice President | | | |
| LITTLE ROO | (Street) CK, AR 72201 | | 4. If Amene Filed(Month | | | Original | | • | 6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Mo Person | ne Reporting Per | son | |
| (City) | (State) (Z | ip) | Table | I - Non-I | Deı | rivative S | ecurit | | ired, Disposed of, | or Beneficiall | y Owned | |
| 1.Title of Security (Instr. 3) | | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | | | ctio | 4. Securi n(A) or Di | (A) 5. Amount of 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect | |
| | | | | Code | V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Class A | 02/28/2008 | | | A <u>(1)</u> | | 751 | А | \$ 15.32 | 39,695 | D | | |
| Common Class A | 08/22/2008 | | | A <u>(1)</u> | | 44 | А | \$ 11.3 | 40,529 | D | | |
| Common Class A | 08/29/2008 | | | A <u>(1)</u> | | 62 | А | \$ 12.34 | 40,591 | D | | |
| Common Class A | 09/04/2008 | | | A <u>(1)</u> | | 58 | А | \$ 13.21 | 40,649 | D | | |
| Common Class A | 09/12/2008 | | | A <u>(1)</u> | | 60 | А | \$ 12.65 | 40,709 | D | | |

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| Common Class A | 09/19/2008 | A <u>(1)</u> | 56 | А | \$ 13.47 40,765 | D |
|---|------------|--------------|-----|---|--------------------|---|
| Common Class A | 09/26/2008 | A <u>(1)</u> | 60 | А | \$ 12.6 40,825 | D |
| Common Class A | 10/03/2008 | A <u>(1)</u> | 67 | А | \$ 11.29 40,892 | D |
| Common Class A | 10/10/2008 | A <u>(1)</u> | 98 | А | \$ 7.75 40,990 | D |
| Common Class A | 10/17/2008 | A <u>(1)</u> | 115 | А | \$ 6.65 41,105 | D |
| Common Class A | 10/27/2008 | A <u>(1)</u> | 177 | А | \$ 4.31 41,282 | D |
| Common Class A | 10/31/2008 | A <u>(1)</u> | 145 | А | \$ 5.26 41,427 | D |
| Common Class A | 11/07/2008 | A <u>(1)</u> | 156 | А | \$ 4.87 41,583 | D |
| Common Class A | 11/14/2008 | A <u>(1)</u> | 207 | А | \$ 3.68 41,790 | D |
| Common Class A | 11/21/2008 | A <u>(1)</u> | 262 | А | \$ 2.91 42,052 | D |
| Common Class A | 11/28/2008 | A <u>(1)</u> | 216 | А | \$ 3.53 42,268 | D |
| Common Class A | 12/05/2008 | A <u>(1)</u> | 204 | А | \$ 3.74 42,472 | D |
| Common Class A | 12/12/2008 | A <u>(1)</u> | 198 | А | \$ 3.84 42,670 | D |
| Common Class | 12/19/2008 | A <u>(1)</u> | 187 | А | \$ 4.06 42,857 | D |
| Common Class A | 12/26/2008 | A <u>(1)</u> | 227 | А | \$ 3.36 43,084 | D |
| Common Class A - Retirement Plan | | | | | 8,752 | D |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | ınt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Addr | ess | Relationships | | | | | | | | |
|--|------------|---------------|----------------|-------|--|--|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | | | |
| NELSON STEVEN K 1600 CANTRELL ROAD LITTLE ROCK, AR 72201 | | | Vice President | | | | | | | |
| Signatures | | | | | | | | | | |
| /s/ Steven K. Nelson | 07/03/2009 | | | | | | | | | |
| **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).

Represents an aquisition of Class A Common Stock from contributions to the Dillard's, Inc "Stock Purchase Plan". Effective January 1, 2008, the Issuer's qualified defined contribution retirement plan was amended and, accordingly, subsequent to that date the Stock
(1) Purchase Plan no longer meets all of the requirements for an "Excess Benefit Plan" under which transactions are generally exempt from

(1) Furthase Fran to longer meets an of the requirements for an Excess Benefit Fran under which transactions are generary exempt from reporting pursuant to Rules16b-3(c) and 16a-3(f)(1)(i)(B) under the Securities Exchange Act of 1934 (the "Act"). Such aquisistions, however, continue to be exempt from potential liability under Section 16(b) of the Act pursuant to Rule 16b-3(d) under the Act.

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.