SQUIRES BURT Form 5

FORM 5

March 01, 2010

OMB APPROVAL

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

OMB 3235-0362 Number: January 31,

no longer subject to Section 16. Form 4 or Form

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

2005 Estimated average burden hours per response... 1.0

Expires:

5 obligations may continue. 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

OWNERSHIP OF SECURITIES

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * SQUIRES BURT	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) t Issuer		
(Last) (First) (Middle)	DILLARDS INC [DDS] 3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)		
	(Month/Day/Year) 01/30/2010	Director 10% Owner N Officer (give title Other (specification) below)		
1600 CANTRELL ROAD		Corporate VP Stores		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Reporting		
	Filed(Month/Day/Year)	(check applicable line)		

LITTLE ROCK, ARÂ 72201

(Zin)

(City)

X Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(City)	(State) (Zi	Table 1	I - Non-Deriva	ative Secu	rities	Acquir	ed, Disposed of	, or Beneficial	y 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)	4. Securi Acquired Disposed (Instr. 3,	d (A) of d of (D) 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Class A	09/28/2009	Â	G	4,500	D D	\$ 0	47,986	D	Â
Common Class A	09/28/2009	Â	G	2,400	A	\$0	8,600	I	Owned by Children
Common Stock Retirement Plan	Â	Â	Â	Â	Â	Â	22,025	D	Â

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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.

SEC 2270 (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	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exerc Expiration Day/ (Month/Day/	ate	7. Title Amount Underly Securities	t of ying	8. Price of Derivative Security (Instr. 5)	
	Derivative Security			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr. 3	3 and 4)		
				(A) (D)	Date Exercisable	Expiration Date	Title N	Number		

Relationshine

Reporting Owners

Reporting Owner Name / Address	Keiationsinps				
	Director	10% Owner	Officer	Other	
SQUIRES BURT 1600 CANTRELL ROAD LITTLE ROCK, AR 72201	Â	Â	Corporate VP Stores	Â	

Signatures

Burt Squires	03/01/2010		
**Signature of	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 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.

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