





## Item 5.07 Submission of Matters to a Vote of Security Holders

Dillard's, Inc. (the "Company") held its Annual Meeting of Stockholders on May 21, 2016 in Little Rock, Arkansas. The following matters were submitted to a vote of the stockholders, the results of which were as follows:

## 1. Election of Directors

	Votes For	Votes Against	Votes Abstained	Broker Non-Votes
Class A. Nominees:				
Frank R. Mori	26,326,986	961,126	50,668	1,576,913
Reynie Rutledge	26,660,427	623,688	54,665	1,576,913
J.C. Watts, Jr.	26,659,673	628,846	50,261	1,576,913
Nick White	26,325,654	965,340	47,786	1,576,913
Class B Nominees:				
Robert C. Connor	3,997,776	-	-	-
Alex Dillard	3,997,776	-	-	-
Mike Dillard	3,997,776	-	-	-
William Dillard, II	3,997,776	-	-	-
James I. Freeman	3,997,776	-	-	-
H. Lee Hastings, III	3,997,776	-	-	-
Drue Matheny	3,997,776	-	-	-
Warren A. Stephens	3,997,776	-	-	-
Other Proposals				
	Votes For	Votes Against	Votes Abstained	Broker Non-Votes
Ratification of the selection of KPMG LLP as the Company's 2. independent registered public accounting firm for 2016:	32,874,511	12,385	26,573	-

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DILLARD'S, INC.

DATED: May 23, 2016 By: /s/ Phillip R. Watts

Name: Phillip R. Watts

Title: Senior Vice President, Co-Principal Financial Officer and Principal Accounting Officer

By: /s/ Chris B. Johnson

Name: Chris B. Johnson

Title: Senior Vice President and Co-Principal Financial Officer