

Jacobs David A.  
Form 3/A  
April 05, 2012

# 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 \*

Â Jacobs David A.

(Last) (First) (Middle)

500 VOLVO PARKWAY

(Street)

CHESAPEAKE,Â VAA 23320

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

04/01/2012

3. Issuer Name **and** Ticker or Trading Symbol  
DOLLAR TREE INC [DLTR]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner

X Officer \_\_\_ Other

(give title below) (specify below)

Chief Strategy Officer

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

04/05/2012

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting  
Person

\_\_\_ Form filed by More than One  
Reporting Person

### 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

11,000

D Â

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

SEC 1473 (7-02)

**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 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative  
Security  
(Instr. 4)

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

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

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)

Date Exercisable Expiration Date Title Amount or  
Number of

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				Shares		(I) (Instr. 5)	
Restricted Stock Unit	03/26/2013 <sup>(2)</sup>	03/26/2013	Common Stock	3,900	\$ 0 <sup>(1)</sup>	D	Â
Restricted Stock Unit	04/01/2013 <sup>(3)</sup>	04/01/2013	Common Stock	4,734	\$ 0 <sup>(1)</sup>	D	Â
Stock Option (right to buy)	03/30/2008 <sup>(3)</sup>	03/30/2017 <sup>(4)</sup>	Common Stock	4,375	\$ 25.4933	D	Â
Stock Option (right to buy)	03/14/2009 <sup>(3)</sup>	03/14/2018 <sup>(4)</sup>	Common Stock	9,375	\$ 17.82	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jacobs David A. 500 VOLVO PARKWAY CHESAPEAKE, VA 23320	Â	Â	Â Chief Strategy Officer	Â

## Signatures

/s/ Shawnta Totten, attorney-in-fact for David A. Jacobs

04/05/2012

\_\_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).

(1) Convert without cost to shares of common stock on a one-for-one basis.

(2) Vests in three approximately equal annual installments, beginning the first anniversary of the award date, subject to continued employment.

(3) Vests in three approximately equal annual installments, beginning the first anniversary of the award date, subject to continued employment.

(4) Expires at the earlier of one year after ceasing to be a director, with certain grace periods, or ten years after grant.

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.