| SEC For | rm 4 |
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Check Sectio

FORM 4

Check this box to indicate that a transaction was made pursuant to a

contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: | 3235-0287 |
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| Check this box if no longer subject to | JIAILWEN |
|--|----------|
| Section 16. Form 4 or Form 5 | |
| obligations may continue. See | |
| Instruction 1(b) | Filed |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| intended to satisf defense condition 1(c). See Instruct | ns of Rule 10b5- | | | | | |
|---|--------------------------------------|----------------|--|-------------------|---|--|
| 1. Name and Addres Johnson Chris | ss of Reporting Perso <u>s B.</u> | n [*] | 2. Issuer Name and Ticker or Trading Symbol <u>DILLARD'S, INC.</u> [DDS] | (Check | tionship of Reporting Perso all applicable) Director Officer (give title | on(s) to Issuer 10% Owner Other (specify |
| (Last) 1600 CANTREL | (First) LL RD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/25/2024 | | below) SENIOR VICE PRE | below) |
| (Street) LITTLE ROCK | AR | 72201 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filing Form filed by One Repor Form filed by More than | ting Person |
| (City) | (State) | (Zip) | | | Person | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (| | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|----------------------------------|--|---|--------|--|---|---------------------|---|---|---|--|
| | | | Code V | | Amount | (A) or (D) Price | | Reported Transaction(s) (Instr. 3 and 4) | | |
| Common Class A | 11/25/2024 | | A | | 11 | Α | \$467.94 | 9,595 | D | |
| Common Class A - Retirement Plan | | | | | | | | 9,168 | D | |

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 Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deriv Secu Acqu (A) o Disp of (D | r osed) r. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/) | ate | Deriv | unt of rities rlying ative rity (Instr. | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

/s/ Chris B. Johnson

11/27/2024

** Signature of Reporting Person Date

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

 * 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 is insufficient, see Instruction 6 for procedure.

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 Number.