

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): May 20, 2023

**Dillard's, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-6140**

(Commission File Number)

**71-0388071**

(IRS Employer  
Identification No.)

**1600 Cantrell Road  
Little Rock, Arkansas**

(Address of principal executive offices)

**72201**

(Zip Code)

**(501) 376-5200**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock	DDS	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01**      **Other Events.**

On May 20, 2023, the registrant issued a press release announcing that the Company's Board of Directors had authorized a \$500 million share repurchase program of its Class A Common Stock and the issuance of a \$0.20 dividend payable on the Company's Class A and Class B Common Stock. A copy of the press release is furnished as Exhibit 99.

**Item 9.01**      **Financial Statements and Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">99</a>	<a href="#">Press Release dated May 20, 2023</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL Document)

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**SIGNATURES**

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.

Date: May 22, 2023

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

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## **Dillard's, Inc. Announces New \$500 Million Share Repurchase Program and Declares \$0.20 Cash Dividend**

May 20, 2023 - LITTLE ROCK, Ark. - Dillard's, Inc. (NYSE: DDS) (the "Company" or "Dillard's") announced that the Board of Directors has approved a new share repurchase program authorizing the Company to repurchase up to \$500 million of its Class A Common Stock. The new open-ended authorization permits the Company to repurchase its Class A Common Stock in the open market, pursuant to preset trading plans meeting the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934 or through privately negotiated transactions. The Company has completed the authorization remaining under its previous share repurchase program.

The Board of Directors also declared a cash dividend of \$0.20 per share on the Class A and Class B Common Stock of the Company payable July 31, 2023 to shareholders of record as of June 30, 2023.

**CONTACT:**

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