## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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OMB APPRO	DVAL						
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

ENY DE										Symbol						ing Per	rson(s) to I	ssuer
•	First) (			2. Issuer Name <b>and</b> Ticker or Trading Symbol DILLARD'S, INC. [ DDS ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					Owner		
	ROAD	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/07/2019								X	X Officer (give title below)  Executive Vio			Other (specify below)	
ROCK A				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting					
(5	•									•			·					
1. Title of Security (Instr. 3) 2. Transport			2. Transa Date	2. Transaction Date		2A. Deemed Execution Date, ir) if any		3. Transaction		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			or 5. Amour Securitie Beneficia Owned F		unt of es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) or (D) Price		e	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Class A			05/07/	7/2019				A		68	68 A \$		67.1	442,864			D	
Common Class A - Retirement Plan														39	,537		D	
Common Class A														7,3	300(1)		T I	See Footnote <sup>(1)</sup>
Common Class A					150(2)		50 <sup>(2)</sup>			See Footnote <sup>(2)</sup>								
	Ta	able II -												wned			,	
ttle of vative vative urity tr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transa Code (8)			oction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Dat (Month/Day/Ye		ee ear)	Amour or Numbe		De Se (In:	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)		
	Class A	(State)  Table Security (Instr. 3)  Class A  Table Security (Instr. 3)	(State) (Zip)  Table I - Note and the security (Instr. 3)  Class A  Table II -  2.  Conversion or Exercise Price of Date (Month/Day/Year) Save Unit of Execution if any (Month/Instruction) (Month/Instructio	Table I - Non-Derive Class A	Table I - Non-Derivative  Security (Instr. 3)  Class A  Class A  Class A  Class A  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (Instr. 3)  Class A  Class A  Table II - Derivative Security (Instr. 3)  (Instruction of Exercise Price of Date (Month/Day/Year)  (Instruction Date (Instruction of Exercise Price of Date (Month/Day/Year)  (Instruction Date (Instructi	Table I - Non-Derivative Sec Security (Instr. 3)  Class A  Class A  Class A  Table II - Derivative Secur (e.g., puts, calls, Conversion or Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)	Table I - Non-Derivative Securities  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Class A  Class A - Retirement Plan  Class A  Table II - Derivative Securities (e.g., puts, calls, warrate)  2. Transaction Date (e.g., puts, calls, warrate)  Conversion of Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (if any (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. Security Securit	Table I - Non-Derivative Securities According to the first security (Instr. 3)  Class A  Class A  Class A  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Class A  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Instr. 8)  4. Transaction Code (Instr. 8)  Code (Instr. 3)  (Instr. 3, 4 and 5)	Table I - Non-Derivative Securities Acquired  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Code (Month/Day/Year)  Class A  Class A  Class A  Table II - Derivative Securities Acquired, Ce.g., puts, calls, warrants, option  2. Conversion of Execution Date, if any (Month/Day/Year)  Conversion of Exercise Price of Date (Month/Day/Year)  Price of Derivative Securities Acquired, Date if any (Month/Day/Year)  A  Class A  Date  Date	Table I - Non-Derivative Securities Acquired, Disponent of Execution Date, if any (Month/Day/Year)  Class A  Class A  Class A  Class A  Table II - Derivative Securities Acquired, Disponent of Execution Date, if any (Month/Day/Year)  Class A  Class A  Table II - Derivative Securities Acquired, Disponent of Execution Date, if any (Month/Day/Year)  A  Class A  Class A  Date  3. Transaction Code (Instr. 8)  Code V  Class A  Class A  Class A  Class A  Date  Conversion of Exercise Price of Date (Month/Day/Year) (Month/Day/Year)  Conversion Of Exercise Price of Derivative Securities Acquired, Disponent of Date (Month/Day/Year) (Month/Day/Year)  Conversion Of Exercise (Month/Day/Year) (Month/Day/Year)  Conversion Of Exercise Price of Date (Month/Day/Year) (Month/Day/Year)  Conversion Of Code (Instr. 8)  Date  Date  Date  Date  Date	Table I - Non-Derivative Securities Acquired, Disposed of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Code (Instr. 8)  Code	Table I - Non-Derivative Securities Acquired, Disposed of, or Esecurity (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Class A  Class A - Retirement Plan  Class A  Table II - Derivative Securities Acquired, Disposed of (D) (instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Bet (e.g., puts, calls, warrants, options, convertible security Securities Acquired (A) or Expiration Date (Month/Day/Year)  A	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date (Month/Day/Year)   2A. Deemed Execution Date (A) or Date (Month/Day/Year)   2A. Deemed Execution Date (A) or (D) (D) (Instr. 3, 4 S)   2A. Deemed Execution Date (A) or Date (Month/Day/Year)   3A. Deemed Execution Date (Month/Day/Year)   3A. Deemed (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   A. Securities Acquired (A) or Disposed (A)   A. Securities Acquired (A	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Security (Instr. 3)    2. Transaction Date (Month/Day/Year)   2. Deemed Execution Date, (Month/Day/Year)   3. Transaction Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)   3. Securities (Instr. 3, 4 and 5)   3. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)   3. Securities (Instr. 3, 4 and 5)   3. Securities (Instr. 3, 4 and 4)   3. S	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner Record (Instr. 3)    2. Transaction Date (Month/Day/Year) (Month/Day/Year)   2A. Deemed Execution Date, If any Date Derivative Securities Acquired, Disposed of (Di (Instr. 3, 4 and 5))   3. Transaction Date (Month/Day/Year)   2A. Deemed Execution Date, If any Date Derivative Securities Acquired, Disposed of (Di (Instr. 3, 4 and 5))   4. Securities Acquired (A) or Disposed Of (Di (Instr. 3, 4 and Disposed Of (Di (Instr. 3)))   5. Amount (A) or Price (Instr. 3)   2A. Deemed Execution Date (Reporte Transaction Date (Poly (Instr. 3, 4 and Disposed Of (Di (Instr. 3, 4 and Disposed Of (Di (Instr. 3, 4 and Derivative Securities)   3A. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)   4A. Deemed Execution Date (Month/Day/Year)   5. Number Or Exercise Derivative Securities (Month/Day/Year)   5. Number Or Derivative Securities (Month/Day/Y	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year)    2. Transaction Date (Month/Day/Year)   2. Deemed Execution Date, (Month/Day/Year)   3. Transaction Date (Deep, puts, calls, warrants, options, convertible Securities)    2. Transaction Date (Month/Day/Year)   2. Deemed Execution Date, (Month/Day/Year)   3. Transaction (Dode (Instr. 3)   3. T	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned    Class A   O5/07/2019   A   G8   A   \$67.1   \$42,864     Class A   Class A   Class A   Class A   Class A     Class A   Clas	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned    Class A

## **Explanation of Responses:**

- 1. Trustee of GST Trust
- 2. Owned by spouse

## Remarks:

/s/ Drue Matheny

05/09/2019

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.