## Edgar Filing: SCHROEDER PAUL J JR - Form 4

SCHROEDEI	R PAUL J JR										
Form 4											
October 26, 2											
FORM	4 UNITED ST	FATES SECUE	DITIES AN	ND FYC	ΉΛΝ	JCF C	OMMISSION		PROVAL		
			shington, l			IGE C	01/11/11/05101	OMB Number:	3235-0287		
Check this if no longe subject to Section 16 Form 4 or	er <b>STATEMF</b> 5.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 verage s per 0.5		
Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a)	response 0.5 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 Ro	esponses)										
1. Name and Ac SCHROEDE	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol DILLARDS INC [DDS]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Mid						(Check all applicable)				
1600 CANTI	(Month/E	(Month/Day/Year) 10/25/2010				Director 10% Owner X Officer (give title Other (specify below) VP, General Counsel					
			ndment, Date Original th/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
LITTLE ROO	CK, AR 72201						Form filed by Me Person	ore than One Rep	porting		
(City)	(State) (Z	<sup>ip)</sup> Tabl	e I - Non-De	erivative S	ecurit	ies Acqu	uired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code ) (Instr. 8)	4. Securi or(A) or Di (Instr. 3, Amount	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Class A	10/25/2010		A	146	(D) A	\$ 27.33	69,246	D			
Common Class A - Retirement Plan							12,915	D			

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

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.

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 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. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Addres	Relationships						
	Director	10% Owner	Officer	Other			
SCHROEDER PAUL J JR 1600 CANTRELL ROAD LITTLE ROCK, AR 72201			VP, General Counsel				
Signatures							
/s/ Paul J. Schroeder, Jr.	10/26/2010	)					

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

\* 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. 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.