

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): March 4, 2025



**DOLLAR TREE, INC.**

(Exact name of registrant as specified in its charter)

**Virginia**  
(State or other jurisdiction of incorporation)

**0-25464**  
(Commission File Number)

**26-2018846**  
(IRS Employer Identification No.)

**500 Volvo Parkway**  
**Chesapeake, Virginia**  
(Address of principal executive offices)

**23320**  
(Zip Code)

**(757) 321-5000**  
(Registrant's telephone number, including area code)

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:

- 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
Common Stock, par value \$0.01 per share	DLTR	NASDAQ Global Select Market

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 4, 2025, the Board of Directors of Dollar Tree, Inc. (the “Company”) appointed Stewart Glendinning, age 59, as Chief Financial Officer of the Company, effective March 30, 2025. Jeffrey A. Davis will continue in his current role as Chief Financial Officer through the filing of the Company’s Annual Report on Form 10-K for the fiscal year ended February 1, 2025 and until Mr. Glendinning assumes the role.

Since January 2025, Mr. Glendinning has served in a senior role focused on enterprise-wide transformation initiatives, including key areas within the Company’s finance organization and the review of strategic alternatives for the Family Dollar business. He previously served in executive roles at Express, Inc., where he served as its Chief Executive Officer from September 2023 to December 2024, and at Tyson Foods, Inc., where he served as Group President, Prepared Foods from October 2022 to September 2023 and as Executive Vice President and Chief Financial Officer from February 2018 to October 2022. Prior to that, Mr. Glendinning held several successive leadership positions at Molson Coors Beverage Company, including as President and CEO of Molson Coors International. Before joining Molson Coors in 2005, Mr. Glendinning worked at KPMG LLP and then The Hackett Group, both professional services companies, where he held various senior audit and consulting roles. Mr. Glendinning also serves on the board of directors of The North West Company Inc. (TSX: NWC). He holds a bachelor’s degree in accounting from the College of William and Mary and a J.D. from the University of Miami.

Mr. Glendinning will receive an annual base salary of \$950,000, subject to annual adjustment. Mr. Glendinning will also be eligible for an annual cash incentive bonus under the Company’s management incentive compensation plan, based on performance criteria established by the Compensation Committee of the Company’s Board of Directors. Mr. Glendinning’s target annual cash incentive bonus is 100% of his base salary. Mr. Glendinning will also be eligible to receive an annual equity award in fiscal 2025 with an aggregate value of \$3,900,000 consisting of 50% restricted stock units vesting ratably over three years (“RSUs”) and 50% performance-based restricted stock units with three-year cumulative performance metrics based on performance criteria established by the Compensation Committee (“PSUs”).

Further, in consideration of his contributions in connection with the ongoing review of strategic alternatives for Family Dollar, Mr. Glendinning will receive a cash bonus of \$250,000, to be paid upon based on achievement of certain performance objectives relating to the review, and a one-time additional equity award with an aggregate value of \$975,000 consisting of 50% RSUs and 50% PSUs. Mr. Glendinning will also be eligible to participate in all employee benefit plans and programs generally available to the Company’s associates and officers, including the Company’s medical plans, deferred compensation plan, and the 401(k) plan.

Mr. Glendinning does not have an employment contract with the Company, and his employment will be on an at-will basis. In connection with his employment, Mr. Glendinning and the Company will enter into an executive agreement containing certain restrictive covenants and providing for severance benefits payable upon certain terminations of Mr. Glendinning’s employment with the Company, and will enter into a retention agreement providing a severance payment to Mr. Glendinning under certain circumstances in the event of a termination of employment following a change in control of the Company. Mr. Glendinning and the Company will also enter into the Company’s standard indemnity agreement for directors and officers.

There are no transactions between Mr. Glendinning or any member of his immediate family and the Company, or any of its subsidiaries, that would be reportable as a related party transaction under the rules of the Securities and Exchange Commission. In addition, there are no family relationships between Mr. Glendinning and any current director or executive officer of the Company.

**Item 7.01. Regulation FD Disclosure.**

On March 5, 2025, the Company issued a press release announcing the foregoing appointment and the Company hosting its conference call for investors and analysts on Wednesday, March 26, 2025 at 8 a.m. (Eastern Time) to discuss financial results for the fourth quarter and fiscal year ended February 1, 2025. A copy of the press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information contained in this item is being furnished to the Securities and Exchange Commission. Such information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, except as expressly set forth by specific reference in such filing.

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

(d) Exhibits.

99.1	<a href="#">Press release, dated March 5, 2025, issued by Dollar Tree, Inc.</a>
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

**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.

**DOLLAR TREE, INC.**

Date: March 5, 2025

By: /s/ Jonathan B. Leiken  
Jonathan B. Leiken  
Chief Legal Officer



#### DOLLAR TREE ANNOUNCES UPDATE ON CHIEF FINANCIAL OFFICER

- *Dollar Tree announces that Stewart Glendinning will become the Company's next Chief Financial Officer, effective March 30, 2025*
- *Company announces date for fourth quarter earnings conference call*

**CHESAPEAKE, Va. – March 5, 2025** – Dollar Tree, Inc. (NASDAQ: DLTR) today announced that Stewart Glendinning will become the Company's next Chief Financial Officer (CFO), effective March 30, 2025.

Mr. Glendinning joined Dollar Tree earlier this year in a senior role focused on enterprise-wide transformation initiatives, including key areas within the Company's finance organization and the review of strategic alternatives for the Family Dollar business.

Mr. Glendinning will succeed Jeff Davis, who previously announced plans to step down. Mr. Davis will remain with the Company for a short period to support a smooth transition.

"We are pleased to announce that Stewart will become our next CFO," said Mike Creedon, Chief Executive Officer, Dollar Tree, Inc. "Stewart is a proven leader with a strong track record of driving financial excellence. In his short time with us, he's contributed significantly to the review of strategic alternatives for our Family Dollar business, where we continue to make good progress. I look forward to working closely with Stewart as we seek to accelerate growth at Dollar Tree in 2025."

Prior to joining Dollar Tree, Mr. Glendinning served as CEO of Express, Inc. He previously held global CFO roles at Tyson Foods and Molson Coors Brewing Company, and he also served as President and CEO of a number of operating segments at both of those Fortune 500 companies. He holds a Bachelor of Business Administration from the College of William and Mary and a Juris Doctor degree from the University of Miami Law School. He is also a board member for The North West Company.

"I'm honored to step into the CFO role at Dollar Tree at such a pivotal time," said Stewart Glendinning. "What attracted me to Dollar Tree is its amazing culture, the passion of its people, and a very meaningful opportunity to drive a huge amount of value for the business. I look forward to working with the leadership team and our talented finance organization to drive continued growth and financial strength."

Mr. Glendinning will join Mr. Creedon and Mr. Davis when the Company reports financial results for the fourth quarter 2024 (period ended February 1, 2025), before the stock market opens on Wednesday, March 26, 2025. This will be followed by a conference call for investors and analysts at 8 a.m. ET.

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**WHEN:** Wednesday, March 26, 2025  
8 a.m. ET

**DIAL IN:** Please dial (877) 407-3943 or (201) 689-8855 at least 10 minutes prior to the scheduled start time.

**WEBCAST:** Available on the investor relations section of the Company's website at <https://corporate.dollartree.com/investors/news-events/ir-calendar>.

**REPLAY:** A recorded version of the call will be accessible approximately three hours after the completion of the call by dialing (877) 660-6853 or (201) 612-7415 and entering the passcode 13751721. The replay will be available for seven days after the call.

**CONTACT:** Dollar Tree, Inc.  
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(757) 991-5645  
DLTR-E

**About Dollar Tree, Inc.**

Dollar Tree, a Fortune 200 Company, operated 16,590 stores across 48 states and five Canadian provinces as of November 2, 2024. Stores operate under the brands of Dollar Tree, Family Dollar, and Dollar Tree Canada. To learn more about the Company, visit [www.DollarTree.com](http://www.DollarTree.com).

**A WARNING ABOUT FORWARD-LOOKING STATEMENTS:** Our press release contains "forward-looking statements" as that term is used in the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by the fact that they address future events, developments or results and do not relate strictly to historical facts. Any statements contained in this press release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements include, without limitation, statements preceded by, followed by or including words such as: "believe", "anticipate", "expect", "intend", "plan", "view", "target" or "estimate", "may", "will", "should", "predict", "possible", "potential", "continue", "strategy", and similar expressions. For example, our forward-looking statements include statements relating to our plans and expectations regarding our leadership team and our business, including the Company's performance and prospects for growth; and our other plans, objectives, expectations (financial and otherwise) and intentions. All such statements are subject to risks and uncertainties. For a discussion of the risks, uncertainties and assumptions that could affect our future events, developments or results, you should carefully review the "Risk Factors," "Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections in our Annual Report on Form 10-K filed March 20, 2024, our Form 10-Q for the most recently ended fiscal quarter and other filings we make from time to time with the Securities and Exchange Commission. We are not obligated to release publicly any revisions to any forward-looking statements contained in this press release to reflect events or circumstances occurring after the date of this report and you should not expect us to do so.

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