

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material under §240.14a-12

**DOLLAR TREE, INC.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.  
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

DOLLAR TREE, INC.



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**Online**



Go to [www.investorvote.com/DLTR](http://www.investorvote.com/DLTR)  
or scan the QR code – login details are located  
in the shaded bar below.



Votes submitted electronically must be received  
by 1:00 a.m., Eastern Time, on June 13, 2019.

**Shareholder Meeting Notice**

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**Important Notice Regarding the Availability of Proxy Materials for the  
Dollar Tree, Inc. Shareholder Meeting to be Held on June 13, 2019**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual shareholders' meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement, annual report to shareholders and form of proxy card are available at:

[www.investorvote.com/DLTR](http://www.investorvote.com/DLTR)

**Easy Online Access – View your proxy materials and vote.**



- Step 1:** Go to [www.investorvote.com/DLTR](http://www.investorvote.com/DLTR).
- Step 2:** Click on the icon on the right to view meeting materials.
- Step 3:** Return to the investorvote.com window and follow the instructions on the screen to log in.

**Step 4:** Make your selections as instructed on each screen for your delivery preferences.

**Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.

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**Obtaining a Copy of the Proxy Materials -** If you want to receive a paper or email copy of the proxy materials for the annual meeting, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before June 3, 2019 to facilitate timely delivery.



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## Shareholder Meeting Notice

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Dollar Tree, Inc.'s Annual Meeting of Shareholders will be held on June 13, 2019 at the Hilton Norfolk The Main, 100 East Main Street, Norfolk, Virginia 23510, 8:00 a.m. Eastern Time.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommend a vote FOR all the nominees listed and FOR Proposals 2 and 3:

1. Election of Directors for a One-Year Term.  
Nominees: Arnold S. Barron, Gregory M. Bridgeford, Thomas W. Dickson, Conrad M. Hall, Lemuel E. Lewis, Jeffrey G. Naylor, Gary M. Philbin, Bob Sasser, Thomas A. Saunders III, Stephanie P. Stahl, Carrie A. Wheeler, Thomas E. Whiddon, Carl P. Zeithaml
2. To Approve, on an Advisory Basis, the Compensation of the Company's Named Executive Officers.
3. To Ratify the Selection of KPMG LLP as the Company's Independent Registered Public Accounting Firm for the Fiscal Year 2019.

Note: Such other business as may properly come before the Annual Meeting.

**PLEASE NOTE - THIS IS NOT A BALLOT. YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your shares you must vote online, request a paper or e-mail copy of the proxy materials to receive a proxy card or vote in person at the annual meeting. If you wish to attend and vote at the meeting, please bring this notice with you. For directions to the annual meeting, please contact the Hilton Norfolk The Main at 1-757-763-6200.



**Here's how to order a copy of the proxy materials and select delivery preferences:**

Requests for delivery of proxy materials for the current meeting and future shareholder meetings can be submitted using the options below



requests for delivery of proxy materials for the current meeting and future shareholder meetings can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

**PLEASE NOTE:** You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- **Internet** - Go to [www.investorvote.com/DLTR](http://www.investorvote.com/DLTR).
- **Phone** - Call us free of charge at 1-866-641-4276.
- **Email** - Send an email to [investorvote@computershare.com](mailto:investorvote@computershare.com) with "Proxy Materials Dollar Tree, Inc." in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper or email copy of the meeting materials.

To facilitate timely delivery, requests for a paper copy of proxy materials must be received by June 3, 2019.