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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

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**DOLLAR TREE, INC.**

(Name of Registrant as Specified In Its Charter)

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

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your **Vote** Counts!

**DOLLAR TREE, INC.**

2022 Annual Meeting

Vote by June 29, 2022

11:59 PM ET

DOLLAR TREE, INC.  
500 VOLVO PKWY  
CHESAPEAKE, VIRGINIA 23320



D84741-P71853

## You invested in DOLLAR TREE, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on June 30, 2022.**

## Get informed before you vote

View the Notice and Proxy Statement and Annual Report online at [www.ProxyVote.com](http://www.ProxyVote.com) OR you can receive a free paper or email copy of the material(s) by requesting prior to June 16, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.

For complete information and to vote prior to the meeting, visit  
**[www.ProxyVote.com](http://www.ProxyVote.com)**



Control #

### Smartphone users

Point your camera here and  
vote without entering a  
control number



### Vote Virtually during the Meeting\*

June 30, 2022  
11:00 a.m. Eastern Time

Virtually at:  
[www.virtualshareholdermeeting.com/DLTR2022](http://www.virtualshareholdermeeting.com/DLTR2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote on these important matters.

| Voting Items  | Board Recommends |
|---|------------------|
| 1. Election of Directors<br><b>Nominees:</b>  |                  |
| 1a. Thomas W. Dickson   | ✔ For            |
| 1b. Richard W. Dreiling   | ✔ For            |
| 1c. Cheryl W. Grisé   | ✔ For            |
| 1d. Daniel J. Heinrich  | ✔ For            |
| 1e. Paul C. Hilal   | ✔ For            |
| 1f. Edward J. Kelly, III  | ✔ For            |
| 1g. Mary A. Laschinger  | ✔ For            |
| 1h. Jeffrey G. Naylor   | ✔ For            |
| 1i. Winnie Y. Park  | ✔ For            |
| 1j. Bertram L. Scott  | ✔ For            |
| 1k. Stephanie P. Stahl  | ✔ For            |
| 1l. Michael A. Witynski   | ✔ For            |
| 2. To approve, by a non-binding advisory vote, the compensation of the Company's named executive officers.                      | ✔ For            |
| 3. To ratify the selection of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year 2022. | ✔ For            |
| 4. To approve the amendment to the Company's Articles of Incorporation.   | ✔ For            |
| 5. A shareholder proposal requesting that the Board issue a report on climate transition planning.                              | ✘ Against        |
| <b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment or postponement thereof.            |                  |

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".