FORM 4

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

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OMB Number:	3235-0287					
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type	Responses)																		
1. Name and Address of Reporting Person * Maxwell Gary					2. Issuer Name and Ticker or Trading Symbol DOLLAR TREE INC [DLTR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
500 VOLV		3. Date of Earliest Transaction (Month/Day/Year) 03/18/2019														w)			
(Street)					4. If Amendment, Date Original Filed(Month/Day/Year)									6. Individual or Joint/Group Filing(Check Applicable Line) X Form filed by One Reporting Person					
CHESAPEAKE, VA 23320													Form filed by More than One Reporting Person						
(City)		(State)	(Zip)		Table I - Non-Derivative Securities Acqu						Acqui	nired, Disposed of, or Beneficially Owned							
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Year					f Cod (Inst	ransacti e rr. 8)	ion	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)				Ownership or Form:	Beneficial		
				(Month/Day/Year)			code V		Amou	nt (A)		Price	(Instr. 3 and 4)				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common S	Stock		03/18/2019				M		1,665 (1)	5 A	\$	0 (2)	6,483				D		
Common S	Common Stock 03/18/2019		03/18/2019			F	<u>(3)</u>		501	D	\$ 10	01.03	5,982		D				
Common S	Common Stock 03/18/2019		03/18/2019				M		1,774 (4)	l A	\$	0 (2)	7,756			D			
Common S	Common Stock 03/18/2019				F	· <u>(3)</u>		534	D	\$ 10	01.03	7,222			D				
Reminder: Re	eport on a sep	parate line for each c	lass of securities be	neficially	owr	ned di	rectly				[
								i	n thi	s form	are n	ot rec	quired		pond un		n contained orm display		1474 (9-02)
	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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code	5. Number of Derivative			6. Date Exercisable and Expiration Date (Month/Day/Year) 7. To Use (Month/Day/Year) 7. To Use (Institute of Use (Insti				7. Tit of Ur Secur	Citle and Amount Underlying urities str. 3 and 4) 8. Price of Derivative Security (Instr. 5)		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form o Derivat Security Direct (or Indir	Ownersh (Instr. 4) D) ect		
				Code	v	(A)	(D)	Date Exerci	isable		Expira Date	tion	Title		Amount or Number of Shares				
Restricted Stock Unit	\$ 0 (2)	03/18/2019		М			1,665 (1)	03/18	8/20	17 ⁽¹⁾	03/18	/2017	/	nmon	1,665	<u>(2)</u>	0	D	
Restricted Stock Unit	\$ 0 (2)	03/18/2019		M			1,774 (4)	03/1	18/20	019	03/18	/2019)	nmon	1,774	<u>(2)</u>	0	D	

Reporting Owners

Ī	P (1 0 N /	Relationships								
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
	Maxwell Gary 500 VOLVO PARKWAY CHESAPEAKE, VA 23320			Chief Supply Chain Officer						

Signatures

/s/ Shawnta Totten-Medly, attorney-in-fact for Mr. Maxwell **Signature of Reporting Person	03/20/2019 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).
- (1) Portion vested at anniversary of three-year award.
- (2) Convert without cost to shares of common stock on a one-for-one basis.
- (3) Shares deemed surrendered in payment of tax liability resulting from vesting of restricted stock units.
- (4) Award fully vest at third anniversary of the grant date.

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.