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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response...

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

	Reporting I	Person *			Issuer Na	me a	nd Ti	cker	or T	rading Sx	mhal		5	Relation	ship of Ren	orting Perso	n(s) to Issue	r	
	Name and Address of Reporting Person* Old William A. JR				2. Issuer Name and Ticker or Trading Symbol DOLLAR TREE, INC. [DLTR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)Director10% Owner					
(Last) (First) (Middle) 500 VOLVO PARKWAY					3. Date of Earliest Transaction (Month/Day/Year) 11/24/2020								X Officer (give title below) Other (specify below) Chief Legal Officer						
(Street) CHESAPEAKE, VA 23320				4. If								6. Individual or Joint/Group Filing(Check Applicable Line)  X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person							
(City) (State) (Zip)					Table I - Non-Derivative Securities Acquir							red, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)		Date (Month/Day/Year) a		Execut any	Execution Date, if		Code		1				d (A)			Following	Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
							Code	•	V	Amount	(A) or (D)	Pr	ice			or Indirect (Instr. 4)		(Instr. 4)	
Common Stock		11/24/2020					S			7,523	D	\$ 112. (1)	0013	16,267	16,267		Ι	2020 GRAT	
			Table II					quire	the	ntained i e form di Disposed	n thi splay of, or	s forn ys a c	n are i urrent	not requ tly valid	ired to res	spond unle	SS	1474 (9-02)	
onversion	ersion Date (Month/Day of ative		Execution I any		4. Transact Code	tion)	5. Number of Derivative		6. an	6. Date Exercisable		le ate	7. Titl Amou Under Secur	unt of rlying ities . 3 and	Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Owners Form o Derivat Security Direct ( or Indir	Beneficia Ownershi (Instr. 4)	
					Code	V	(A)	(D)						or					
t e	port on a so	AKE, VA 23320 (State)  urity  tock  port on a separate line  poversion Exercise ice of erivative  3. Transacti Date (Month/Day	AKE, VA 23320  (State)  2. Tran Date (Month  tock  11/24  port on a separate line for each  onversion Exercise ice of erivative  3. Transaction Date (Month/Day/Year)	AKE, VA 23320  (State)  (Zip)  2. Transaction Date (Month/Day/Year)  tock  11/24/2020  Table II  Date  Onversion Exercise ice of erivative  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Execution Early (Month/Day/Year)	AKE, VA 23320  (State)  (Zip)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Dort on a separate line for each class of securities to the conversion Exercise ice of conversion Exercise (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)	AKE, VA 23320  (State)  2. Transaction Date (Month/Day/Year)  tock  11/24/2020  Table II - Derivative Sec (e.g., puts, call onversion Exercise ice of erivative curity  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Execution Date, if any (Month/Day/Year)  (Month/Day/Year)	AKE, VA 23320  (State)  (Zip)  Tairity  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securit (e.g., puts, calls, was proversion Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	AKE, VA 23320  (State) (Zip) Table 1-  Code  (Instr. Solve)  (Instr. Solve	AKE, VA 23320  (State)  (Zip)  Table I - Normalization Date (Month/Day/Year)  2A. 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Transaction Date Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  bort on a separate line for each class of securities beneficially owned directly of the Cook (e.g., puts, calls, warrants, option Exercise (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option any (Month/Day/Year) (Month/Day/Year)  Transaction Date (e.g., puts, calls, warrants, option any (Month/Day/Year) (Month/Day/Year)  Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Execution Date, if Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	AKE, VA 23320  (State) (Zip) Table I - Non-Derivative  Execution Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year) (Instr. 8)  2. Transaction Date (Instr. 8)  2. Transaction Date (Instr. 8)  Code V Amount  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion Date (Month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Instr. 8)  Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, conversion Date (month/Day/Year)  (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Date Execurities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable	AKE, VA 23320  (State)  (Zip)  (Zip)  (Zip)  (Zip)  (A. Deemed Execution Date, if Gunth/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (A. Securities A or Disposed of (Instr. 3, 4 and (Instr. 8))  (A)  (Code V Amount (D)  (A)  (Code V Amount (D)  (A)  (Code V Amount (D)  (C	AKE, VA 23320  (State)  (Zip)  Table I - Non-Derivative Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5)  (A) or (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  AXE (VA 23320  ZAD Deemed Execution Date, if 1 Transaction Odd (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible securities Acquired (Instr. 8)  Derivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 8)  Derivative Securities Acquired	AKE, VA 23320  (State) (Zip) Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Month/Day/Year) (Month/Day/Year) (Instr. 8)  (Month/Day/Year) (Instr. 8)  (Code V Amount (D) Price (Instr. 8)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 8)  (Instr. 8)  (A) or Disposed of (D) (Instr. 8)  (Instr. 8	AKE, VA 23320    State   (Zip)   Table I - Non-Derivative Securities Acquired, Disposer of (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Month/Day/Year)   (Instr. 3, 4 and 5)   (Instr. 3, 4 and 5)   (Instr. 3, 4 and 5)   (Instr. 3)   (Instr. 3)	AKE, VA 23320  Table I - Non-Derivative Securities Acquired, Disposed of, or I arity  2. 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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Linstr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) (Instr. 5)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)	AKE, VA 23320  (State) (Zip)  Table I - Non-Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Following Reported Transaction (Instr. 3, 4 and 5)  Toda (Month/Day/Year)  Atock  11/24/2020  S	AKE, VA 23320  (State)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Trity  2. Transaction Date (Month/Day/Year)  Date (Month/Day/Year)  (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (A) Transaction (Code V Amount (D) Price  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.  Table II - Derivative Securities Acquired (A) Transaction Date (E.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired (A) On 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.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 4)  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.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 4)  Date Exercisable (Month/Day/Year)  (Month/Day/Year)  Amount of Code (Instr. 5) Owned  Reported (A) Owned  Owned  Transaction (Instr. 4)  Date Exercisable (Instr. 5) Owned  Form illed by One Reporting Person  Ownership  Form:    Date   Date	

D 41 0 N /	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Old William A. JR			al. a. 1 a.a.						
500 VOLVO PARKWAY CHESAPEAKE, VA 23320			Chief Legal Officer						

# **Signatures**

/s/ Shawnta Totten-Medley, attorney-in-fact for William A. Old, Jr.	11/25/2020
**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).
- (1) Represents the weighted average price for shares sold at the range between \$112.00 and \$112.10. The filer will provide full information regarding the number of shares sold at each price upon request.

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.