

(Print or Type Responses)

1. Name and Address of Reporting Person BARRON ARNOLD S			2. Issuer Name and Ticker or Trading Symbol DOLLAR TREE, INC. [DLTR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle) 500 VOLVO PARKWAY			3. Date of Earliest Transaction (Month/Day/Year) 01/05/2021						
(Street) CHESAPEAKE, VA 23320			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/05/2021		M(1)		258.28	A \$ 0	1,831.96	D	
Common Stock	01/05/2021		M(1)		311	A \$ 0	2,142.96	D	
Common Stock	01/05/2021		M(1)		401.01	A \$ 0	2,543.97	D	
Common Stock	01/05/2021		M(1)		313.20	A \$ 0	2,857.17	D	
Common Stock	01/05/2021		M(1)		803.08	A \$ 0	3,660.25	D	
Common Stock	01/05/2021		M(1)		318.38	A \$ 0	3,978.63	D	
Common Stock (deferred)							23,565.18	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(2)	01/05/2021		M(1)		258.28	(3)	(3)	Common Stock	258.28	\$ 0	0	D		
Phantom Stock	(2)	01/05/2021		M(1)		311	(3)	(3)	Common Stock	311	\$ 0	0	D		
Phantom Stock	(2)	01/05/2021		M(1)		401.01	(3)	(3)	Common Stock	401.01	\$ 0	0	D		
Phantom Stock	(2)	01/05/2021		M(1)		313.20	(3)	(3)	Common Stock	313.20	\$ 0	0	D		
Phantom Stock	(2)	01/05/2021		M(1)		803.08	(3)	(3)	Common Stock	803.08	\$ 0	0	D		
Phantom Stock	(2)	01/05/2021		M(1)		318.38	(3)	(3)	Common Stock	318.38	\$ 0	0	D		
Phantom Stock (4)	(2)	04/01/2021		A(4)		252.31	(3)	(3)	Common Stock	252.31	\$ 115.93	252.31	D		

Reporting Owners

Reporting Owner Name /	Relationships

Address	Director	10% Owner	Officer	Other
BARRON ARNOLD S 500 VOLVO PARKWAY CHESAPEAKE, VA 23320	X			

Signatures

/s/ SHAWNTA TOTTEN-MEDLEY, attorney-in-fact for Mr. Barron		04/05/2021
 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) Mr. Barron received a distribution of shares pursuant to his prior deferral election.
- (2) Each share of phantom stock represents the right to receive one share of Dollar Tree common stock, and cash for any fractional shares.
- (3) Shares of phantom stock are payable in common stock following the earlier of the director's separation from the Board or the specified date of distribution pursuant to director's deferral election.
- (4) Represents deferral of director fees under the 2013 Director Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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