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

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longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

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

PARKWAY (Street) (State)	0 2 1	(07/01/20)21			on (Month/l			Officer (giv	ve title below)	Oth	er (specify below)	
EE, VA 23320 (State)	0 2 1	(Zip)	I. If Amer	ndme	ent, Date	Origi	nal Filed(M							
	2 I				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person				
¥	I	2 Transaction			Tab	le I -	Non-Deriv	ative Securit	ies Acquired	l, Disposed	l of, or Ben	eficially Own	ed	
	(Date [Month/Day/Year]	2A. Deen Execution any (Month/E	n Da	Year)	ode istr. 8) (A		1 of (D) Ow 5) Tra (In			ed (Ownership of Sorm: Be Orect (D) or Indirect I)	eneficial wnership
							contain form dis	ed in this fo splays a cu	orm are not rrently valid neficially O	required d OMB co	to respon	d unless the		/4 (9-02)
rersion Date		any	Code		of Deriv Securition Acquire or Dispos of (D)	rative es d (A) osed	6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title of Unc Securi (Instr.		of Underly Securities	derlying Deri ties Secu		Derivative Own Securities Form Beneficially Deri Owned Secu Following Dire	Ownership Form of Derivative Security: Direct (D) or Indirect	ty: Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exercisab		Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
1) 07/0	1/2021		A ⁽²⁾		275.25		(3)	(3)	Commor Stock	275.25	\$ 99.91	275.25	D	
1) 07/0	1/2021		A ⁽⁴⁾		750.68		(3)	(3)	Common	750.68	\$ 99.91	750.68	D	
1)	3. Trans Date (Month) ftive by 0 77/0	3. Transaction Date (Month/Day/Year) ftive ty 0. 07/01/2021 0. 07/01/2021	Table II - I (a) 3. Transaction Date (Month/Day/Year) if tive by 0. 07/01/2021 0. 07/01/2021	Table II - Derivativ (e.g., puts 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) (Code (Instr. 8) (A) (D) (D) (D) (D) (D) (D) (D	Table II - Derivative Se (e.g., puts, cal 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) Or/01/2021 A(4) O7/01/2021 A(4) O7/01/2021 A(4) O7/01/2021 A(4) O7/01/2021 A(4)	Table II - Derivative Securities & (e.g., puts, calls, warra (e.g., puts, calls, warra of Date (Month/Day/Year)) Month/Day/Year) A Code (Instr. 8) Code V (A) O7/01/2021 A (4) O7/01/2021 A (4) Table II - Derivative Securities & (e.g., puts, calls, warra of Derivative Securities & (e.g., pu	Table II - Derivative Securities Acqui (e.g., puts, calls, warrants, or sion roise (Month/Day/Year) (Month/Day/Year) If tive by (Month/Day/2021) Or/01/2021 Table II - Derivative Securities Acqui (e.g., puts, calls, warrants, or of Derivative Securities (Instr. 8) Code (Instr. 8) Code (V (A) (D) A(2) (275.25) Or/01/2021 A(4) (750.68	Table II - Derivative Securities Acquired, Disponents (Month/Day/Year) 3. Transaction Date (Month/Day/Year) If tive by (Month/Day/Year) 1. O7/01/2021 Table II - Derivative Securities Acquired, Disponents (e.g., puts, calls, warrants, options, coil of Code (Instr. 8) Table II - Derivative Securities Acquired, Disponents (e.g., puts, calls, warrants, options, coil of Date (Instr. 8) Transaction Date (Instr. 8) (Month/Day/Year) (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisab Code V (A) (D) O7/01/2021 A(2) 275.25 (3)	Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) of tive by Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) of Date (Instr. 8)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date, if tive live live live live live live live l	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Month/Day/Year) A(2) O7/01/2021 A(4) O7/01/2021 A(5) OR Price Persons who respond to the collection contained in this form are not required form displays a currently valid OMB co OR Persons who respond to the collection contained in this form are not required form displays a currently valid OMB co Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and Amount of Underlying Securities (Instr. 3 and 4) OAMOUNT OF Date Exercisable Expiration Date (Instr. 3 and 4) OAMOUNT OF Number of Shares OAMOUNT OF OAMOUNT	Table II - Derivative Securities Acquired, Date (Month/Day/Year) of Date (Month/Day/Year) of Code (Instr. 8)	Table II - Derivative Securities Acquired, Disposed of or Beneficially Owned (E.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) Toda (Instr. 8) Acquired (A) Toda (Instr. 8) Acquired (A) Toda (Instr. 8) Acquired (A) Toda (Instr. 8) Date Execution Date (Instr. 8) Acquired (A) Toda (Instr. 8) Date (Instr. 8) Acquired (A) Toda (Instr. 8) Date (Instr. 8) Date (Instr. 3) Acquired (A) Toda (Instr. 3) Title and Amount of Underlying Securities (Instr. 3 and 4) Title (Instr. 3) Amount (Instr. 3) Title (Instr. 3) Amount or Number of Shares Amount or Number of Shares Amount or Number of Shares Acquired (A) Toda (Instr. 4) Title (Instr. 4) Toda	Table II - Derivative Securities Acquired, Disposed of On Date Execution Date of Ontohr/Day/Year) If the first of the Code of Code of Ontohr/Day/Year of Ontohr/Day/

D # 0 N /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
NAYLOR JEFFREY G 500 VOLVO PARKWAY CHESAPEAKE, VA 23320	X					

Signatures

/s/ William A. Old, Jr., attorney-in-fact for Mr. Naylor	07/02/2021
**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) Each share of phantom stock represents the right to receive one share of Dollar Tree common stock, and cash for any fractional shares.
- (2) Represents deferral of director fees under the 2013 Director Deferred Compensation Plan.

- (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 the director's deferral election.
- (4) Represents deferral under the 2013 Director Deferred Compensation Plan of the annual director equity award granted from the Issuer's shareholder approved 2021 Omnibus Incentive Plan.

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.