## Edgar Filing: RUDMAN ROBERT H - Form 4

	ROBERT H											
Form 4 March 20, 2	2009											
						OMB A	PPROVA	L				
FORM	COMMISSION		3235-02									
Check t				a, D.C. 20549		Expires:	January	-				
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Section	16.		burden hours per									
Form 4 Form 5		manant to Section	16(a) of the	ha Saaumitiaa Ewaha	max A at of $1024$	response		0.5				
obligati	-			he Securities Exchand	•	n						
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section <i>See</i> Instruction 1(b).												
(Print or Type	Responses)											
	Address of Reporting ROBERT H	Person <u>*</u> 2. Iss Symbo		<b>d</b> Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer							
		DOLI	LAR TREE	E INC [DLTR]	(Check all applicable)							
(Last)	(First) (	(encer an appreade)										
500 VOLV	O PARKWAY	(Month 03/18,	/Day/Year) /2009		Director 10% Owner X_ Officer (give title Other (specify below) Chief Merchandising Officer							
	(Street)	4. If Aı	nendment, D	Date Original	6. Individual or Joint/Group Filing(Check							
		Filed(M	Ionth/Day/Yea	ar)	Applicable Line)							
CHESAPE	AKE, VA 23320				_X_ Form filed by C Form filed by M Person							
(City)	(State)	(Zip) Te	ble I - Non-	Derivative Securities A	cauired Disposed of	° or Bonoficio	lly Owned					
1 TH f	2. Transaction Date		3.	4. Securities			-					
1.Title of Security	(Month/Day/Year)	Execution Date, if		onAcquired (A) or		Ownership Form: Direct	7. Nature Indirect	01				
(Instr. 3)	-	any	Code	Disposed of (D)	•	D) or Indirect						
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		I) Instr. 4)	Ownership (Instr. 4)	р				
				(A)	Reported							
				or	Transaction(s) (Instr. 3 and 4)							
			Code V	Amount (D) Price	(Instr. 5 and 4)							
Reminder: Re	port on a separate line	e for each class of se	curities bene	ficially owned directly of	or indirectly.							
					spond to the collec	tion of S	SEC 1474					
					ained in this form		(9-02)					
					ond unless the forr ntly valid OMB con							
				number.	,							

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	str. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Restricted Stock Unit	\$ 0 <u>(1)</u>	03/18/2009(3)		А		17,000		02/14/2010(2)	02/14/2010	Common Stock	17,0

03/20/2009

Date

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RUDMAN ROBERT H 500 VOLVO PARKWAY CHESAPEAKE, VA 23320			Chief Merchandising Officer					
Signatures								

/s/ Shawnta Totten, attorney-in-fact for Mr. Rudman

\*\*Signature of Reporting Person

## **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) Convert without cost to shares of common stock on a one-for-one basis.
- (2) The Compensation Committee certified on 3/18/2009 that the company achieved its performance target for fiscal 2008 and that shares will fully vest on February 14, 2010 provided the insider remains continuously employed with the company through said date.

The Compensation Committee certified on 3/18/2009 that the company achieved its 2008 performance target for awards granted on
 (3) 2/15/2008 and that shares will fully vest on February 14, 2010 provided the insider remains continuously employed with the company through said 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.