WATTS J C JR Form 4 March 13, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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				2. Issuer Name and Ticker or Trading Symbol Dillard's, Inc. DDS						6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1600 Cantrell Road				of Reporting Person,				4. Statement for Month/Day/Year 3/11/03		X Director 10% Owner Officer (give title below) Other (specify below)			
Little Rock, AR	(Street) 72201		_				Dat	Amendment, e of Original onth/Day/Year)	(C <u>X</u> Pe	heck Applicab Form filed by rson	One Reporting More than One		
(City)	(State)	(Zip)	7	Γable	e I Non-I	Derivat	tive Sec	urities Acquired, D	ispose	d of, or Benef	icially Owned		
Security	action	2A. Deemed Execution Date,	3. Trans action C (Instr. 8	Code	4. Securitie or Dispose (Instr. 3, 4	d of (D		5. Amount of Securities Beneficially		ship Form:	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
Common Class A	3/11/03		A		1000	A	12.72	6	1000	D			

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

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

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative s	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security 1	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
l l	Price of	Date	Date,	Code	Derivati	(NeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securition	X ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquire	d			Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Dispose	d			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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	of (D) (Instr 3, 4 & 5)						(D) or Indirect (I) (Instr. 4)	
Code V	(A) (I	Exer-cisable			Amount or Number of Shares			

Explanation of Responses:

By: /s/ J.C. Watts, Jr.

<u>3/13/03</u>

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).