

DOLLAR TREE STORES INC

Form 4

September 20, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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,  
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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SASSER BOB**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**DOLLAR TREE STORES INC**  
**[DLTR]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

**500 VOLVO PARKWAY**

(Street)

**CHESAPEAKE, VA 23320**

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/18/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
**Chief Executive Officer**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock                       | 09/18/2007                              |                                                             | M                                    |                                                                         | 19,041                                                                                                             | A                                                                       | \$ 31.62                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 51,642                                                            |
| Common<br>Stock                       | 09/18/2007                              |                                                             | S                                    |                                                                         | 34,296                                                                                                             | D                                                                       | \$ 43.0099                                                        |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | (3)                                                               |
| Common<br>Stock                       | 09/19/2007                              |                                                             | M                                    |                                                                         | 20,959                                                                                                             | A                                                                       | \$ 31.62                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 38,305                                                            |
| Common<br>Stock                       | 09/19/2007                              |                                                             | M                                    |                                                                         | 10,000                                                                                                             | A                                                                       | \$ 27.67                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 48,305                                                            |
| Common<br>Stock                       | 09/19/2007                              |                                                             | S                                    |                                                                         | 30,959                                                                                                             | D                                                                       | \$ 43                                                             |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 17,346                                                            |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | D                                                                 |

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

**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.**

SEC 1474  
(9-02)

**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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|
| Stock Option (right to buy)                | \$ 31.62                                               | 09/18/2007                           |                                                    | M                              | 19,041                                                                                  | 03/11/2003 <sup>(2)</sup> 03/11/2012 <sup>(1)</sup>      | Common Stock                                                | 19,041                        |
| Stock Option (right to buy)                | \$ 31.62                                               | 09/19/2007                           |                                                    | M                              | 20,959                                                                                  | 03/11/2003 <sup>(2)</sup> 03/11/2012 <sup>(1)</sup>      | Common Stock                                                | 20,959                        |
| Stock Option (right to buy)                | \$ 27.67                                               | 09/19/2007                           |                                                    | M                              | 10,000                                                                                  | 03/31/2007 <sup>(4)</sup> 03/31/2016 <sup>(1)</sup>      | Common Stock                                                | 10,000                        |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships                    |
|---------------------------------------------------------|----------------------------------|
|                                                         | Director 10% Owner Officer Other |
| SASSER BOB<br>500 VOLVO PARKWAY<br>CHESAPEAKE, VA 23320 | X<br>Chief Executive Officer     |

## Signatures

/s/ Erica M. Robb, attorney-in-fact for Mr. Sasser

09/20/2007

\_\_\_\_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) Expires upon termination, with certain grace periods, or ten years after award, whichever is less.
- (2) Vests in five approximately equal annual installments, beginning on the first anniversary of the award date, subject to continued employment. Fully vested as of Dec. 15, 2005.
- (3) Average price of multiple related transactions. Detail is included in Exhibit 99 attached to this Form 4.
- (4) Vests in three approximately equal annual installments, beginning on the first anniversary of the award date, subject to continued employment.

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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