

DOLLAR TREE, INC.

CODE OF ETHICS

1. Honesty and Integrity

Dollar Tree Associates are obligated to perform their duties with the highest degree of honesty and integrity. Additionally, each associate has a responsibility to uphold the Dollar Tree values throughout the organization. If an associate witnesses an improper or dishonest act, the act must be reported to his or her supervisor. Should a supervisor be involved in the act in any way, such violation should be reported to your Field Asset Protection Manager, the Vice President of Internal Audit (757 321-5549), or the General Counsel (757 321-5419).

2. Dealing with Associates

Dollar Tree is committed to fostering an inclusive environment where the individual differences among us are understood, respected and appreciated and used as a valuable source to strengthen the Company. It is company policy to treat all associates fairly, with dignity and respect.

Dollar Tree does not discriminate on the basis of race, national origin, ancestry, nationality, color, religion, sex, pregnancy, age, marital status, domestic partnership status, civil union status, disability (or handicap) which is actual or perceived, sexual orientation, gender identity or expression, service in the armed forces, atypical hereditary cellular or blood trait, genetic information, refusal to submit to genetic tests, or refusal to make available results of genetic tests or any other category protected by federal, state or local law. It is also the policy of Dollar Tree not to bar, discharge or require retirement from employment or to discriminate against any associate in compensation or in terms, conditions or privileges of employment based upon those classifications.

New hires and existing associates who need accommodation for a disability should immediately notify their supervisor or Human Resources. Medical documentation, supporting such need, should be requested. Dollar Tree will take steps, consistent with the law, to make reasonable accommodation for associates with disabilities.

Dollar Tree prohibits retaliation against associates who engage in protected activity under federal, state or local law.

3. Safety and Environment

We are proud of the merchandise we carry and strive to provide safe products which offer good quality at our price points. We will make every effort to comply with laws and regulations governing the manufacture, labeling and distribution of the Company's

products. In particular, we will observe the quality and safety requirements of the Consumer Product Safety Commission and the Federal Food and Drug Administration. You must promptly report any suspected violation of such laws or regulations to your supervisor or the General Counsel (757 321-5419).

Dollar Tree strives to conduct business in an environmentally responsible manner. Activities and purchases should be monitored to make sure environmental laws and other laws are followed. All of us, including our vendors, are encouraged to conserve energy and natural resources, dispose of waste safely and responsibly.

4. Vendor Relationships

As we expand our business activities and work with vendors and suppliers throughout the world, it is important to preserve our values and protect our reputation in selecting where and with whom to do business. In conducting business with our vendors, you must comply with the terms and conditions of all purchase orders and agreements, provide proof of performance when requested and not make any misrepresentations or misleading statements, whether orally or in writing.

Similarly, you must influence vendors, consultants, agents and representatives to follow Dollar Tree's policies and this Code of Ethics. They are also required to comply with all contract provisions, as well as applicable laws, regulations and import requirements of the United States and the countries where they do business.

Dollar Tree complies with the provisions of The Foreign Corrupt Practices Act ("FCPA"). The FCPA prohibits associates and agents from offering anything of value to officials, political parties or candidates in foreign countries in return for favors for a company.

5. Kickbacks and Rebates

Corporate purchases or sales of goods and services must not lead to associates or their immediate families receiving personal kickbacks, rebates or improper payments. Any such offering must be reported immediately to your supervisor and the Vice President of Internal Audit (757 321-5549) or the General Counsel (757 321-5419).

6. Accepting or Giving Gifts

Dollar Tree is a valuable customer to many suppliers of goods and services and facilities. Persons desiring to do business with Dollar Tree should understand that all transactions will be made exclusively on the basis of price, quality, service and suitability to the needs of our company. Each member of the organization must be careful to avoid circumstances which may cast any doubt upon the objectivity of that individual and upon Dollar Tree. Accordingly, no associate of Dollar Tree shall realize any personal profit or gain as a direct or indirect result of dealing with suppliers or persons doing business with Dollar Tree. Therefore, Dollar Tree associates and family members may not accept a

gift, prize, trip, benefit or other favor nor make any purchase of goods or services from anyone or any company that is a Dollar Tree supplier. If received, all gifts must be returned to the donor indicating that acceptance of such gifts is contrary to our policy and the event must be reported to your direct supervisor. Dollar Tree will pay the expense of returning such gifts. Gifts that may be impractical to be returned and that are of a value less than \$100 must be referred to your direct supervisor for disposition. Never accept cash or other forms of money of any amount. If offered, reasonable meals taken during the normal course of a business meeting are allowed to be paid for by the supplier in attendance without approval. Good judgment will usually answer questions you may have whether conduct on your part may violate this Code provision, but if in doubt, contact either your direct supervisor, the Vice President of Associate Relations (757 321-5630) or the General Counsel (757 321-5419).

7. Conflicts of Interest

A "conflict of interest" occurs when private interests interfere, or even appear to interfere, with Company business. Conflicts impair our ability to make objective judgment. As a result, any conflict of interest, or even an appearance of one, must be avoided. A conflict of interest can involve relationships with customers, vendors, or competitors, and even business activity with friends and family. If you suspect that you have a conflict of interest or a situation that others could reasonably perceive as a conflict of interest, you must report it to your supervisor or the General Counsel (757-321-5419).

8. Protection of Company Assets and Intellectual Property

We are all responsible for protecting Company property and assets and taking reasonable steps to protect them from improper or unauthorized possession or use, damage or destruction, theft, fraud, waste, misuse, loss or damage. Materials or property should only be used for purposes, which are directly related to our business, and property must never be removed or borrowed without permission. All customer, associate and business records must be kept safe and confidential. It is also important to safeguard Dollar Tree's "intellectual property" which is just as valuable as our other assets. "Intellectual property" consists of our trademarks and service marks - including logos, the name "Dollar Tree" and the phrase "Everything's \$1.00" - as well as copyright or copyrightable materials, patents, trade dress and trade secrets. Please contact Dollar Tree's General Counsel (757-321-5419) if you have questions about what is or is not intellectual property and/or how it can be utilized.

9. Confidential and Proprietary Information

Dollar Tree insists on your undivided loyalty, including both salaried and hourly-paid associates. You must not engage in any conduct that would create an actual or potential conflict of interest or create the appearance of such a conflict.

There are many aspects of Dollar Tree's business operations and activities, customers, vendor relationships, and processes that are trade secrets, non-public, confidential, sensitive, and proprietary. Because the success of Dollar Tree depends on its competitive edge, the protection of such information is of critical importance to the Company, its work force and its customers. It is therefore essential that you take all reasonable steps to protect the Company's interests and safeguard the confidentiality of such information. Associates may not use or disclose any non-public, confidential, sensitive, or proprietary information of the Company in any manner that is unauthorized or detrimental to the best interests of Dollar Tree.

Confidential information includes but is not limited to:

- Financial information such as sales, expenses, profits, percentages, ratios, forecasts, budgets, etc.
- Real Estate information such as possible site location, entry into new markets, acquisitions, type and/or design of store, etc.
- Merchandising and buying information such as vendors, sources, procedures, contracts, merchandising techniques, etc.
- Information systems data such as point-of-sale, back office, intranet, software equipment and devices, approaches, etc.
- Legal matters
- Sensitive personnel information regarding other associates, including any social security number that may be disclosed

No associate may misappropriate confidential, proprietary, or trade secret information of another person or entity. Similarly, no associate may violate the copyright, trademark, or patent rights of other persons or entities in their products, materials or information. Associates are, by way of example, strictly prohibited from using confidential or proprietary business information that is obtained from competitors or third parties, including customer lists, price lists, contracts or other information.

Records and documents should be maintained in a secure, appropriate location. Only authorized associates may access them. Social security numbers may be communicated on a need-to-know basis only.

This policy does not prohibit associates from engaging in discussions regarding their own wages, benefits and terms and conditions of employment with other associates or with persons outside of the Company.

10. Securities Trading Laws

Dollar Tree will not tolerate "insider trading," which is both unethical and illegal. "Insider trading" means use of confidential or non-public "material" information about

the Company, its customers or vendors to achieve an unfair advantage in the buying or selling of shares or other securities. Non-public information is "material" if it might reasonably be expected to affect the market value of the stock and/or influence an investor to buy, sell or hold stock. "Non-public material information" may include, but is not limited to: merger or acquisition negotiations; pending stock splits; and significant changes in sales, profit-margins or earnings. You should never, under any circumstance, trade or encourage someone else to trade, while in possession of non-public, material information.

11. Antitrust, Competition and Truth-In-Advertising

You should never discuss pricing policies, pricing procedures, proprietary business strategies, and product distribution or vendor relationships with our competitors or, unless authorized by your position or supervisor, with anyone who is not a Dollar Tree associate. Nor should you use any deceptive advertising to gain advantage over the Company's competition. Customers should always be given clear and accurate information about merchandise, services and pricing.

Antitrust laws preserve a competitive economy. They prohibit agreements which might eliminate or discourage competition. Violation of antitrust law carries stiff penalties, criminal fines and jail terms. It has always been Dollar Tree's policy to comply fully with all antitrust laws and other laws.

12. Financial Reporting

Dollar Tree's filings with the Securities and Exchange Commission and other public communications must contain accurate and complete information, be filed timely, and comply with both generally accepted accounting principles and the company's internal controls and procedures. To ensure such accuracy and completeness, we encourage clear, open and frequent communication among all involved associates. All funds, assets and transactions affecting our Company must be promptly and accurately recorded and no false or misleading entries will be made in the Company's books and records.

13. Political Activities

Dollar Tree does not abuse its corporate standing to influence political issues, nor does the Company become involved in unethical political activities. Any consideration you give to contributing time, money or resources to any political activity or to seek public office is entirely your personal and voluntary decision, but the result must not interfere with your employment.

14. Government Investigations

You must fully cooperate with any appropriate government investigation. If you or someone you supervise learns about a possible government investigation or inquiry, immediately inform Dollar Tree's General Counsel (757-321-5419).

15. Policies and Practices

The Company has published an associate handbook applicable to your employment. It covers important policies and practices that you must understand and follow. If you have any question about the handbook or any policy or practice at Dollar Tree, please contact your immediate supervisor or Human Resources.

REPORTING VIOLATIONS

You must report, in good faith, violations or allegations of violations of this Code, and you may do so without fear of retaliation: If from the above numbered sections you are unsure of how to report a possible violation, then utilize one or more of the following procedures:

- A Report the matter to your supervisor or manager unless it involves him or her.**

- B. Contact one of the following persons at Dollar Tree management:**
 - * **Vice President, Internal Audit (757 321-5549)**
 - * **Vice President, Associate Relations (757 321-5630)**
 - * **General Counsel, (757 321-5419)**

- C. You may, and are encouraged, to use the Dollar Tree call-in lines, either of which is available 24 hours a day, 7 days a week and does not require that you identify yourself.**
 - ***Care Line:** Call the toll-free Care Line at 1-800-876-8077 if you have information about improper or illegal activities or concerns about loss prevention, safety, payroll and benefits, harassment, discrimination or other Human Resource issues.
 - ***Speak Up Line:** To report your concerns about ethical issues, accounting irregularities, false financial statements, insider trading, financial fraud or Code of Ethics violations, call the toll free Speak Up Line at 1-888-835-5792.