

DOLLAR GENERAL CORP

Reported by RAVENER ROBERT D

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/03/13 for the Period Ending 04/03/13

Address 100 MISSION RIDGE

GOODLETTSVILLE, TN, 37072

Telephone 6158554000

CIK 0000029534

Symbol DG

SIC Code 5331 - Retail-Variety Stores

Industry Discount Stores

Sector Consumer Cyclicals

Fiscal Year 02/02



[] 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

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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

Name and Address of Reporting Person *				2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Ravener Robert D			D	DOLLAR GENERAL CORP [DG]											
(Last) (First) (Middle)				Date	of Earl	iest Tran	saction	n (MM	I/DD/YYY						
							10 10 0								
100 MISSION RIDGE				4/3/2013							•				
(Stre	eet)		4.	If A	mendme	nt, Date	Origir	ial Fi	led (MM/I	OD/YYYY)	6. Individual of	or Joint/G	roup Filing	(Check Appl	icable Line)
ΓSVILLI	E, TN 37	072									X Form filed b	y One Repo	rting Person		
(City) (State) (Zip)											Form filed by More than One Reporting Person				
		Table I -	Non-De	rivat			•	ed, D	isposed	of, or Be	neficially Own	ed			
1. Title of Security (Instr. 3)		2. 7	rans. Date							uired (A)	5. Amount of Securities Beneficially Owned 6. Following Reported Transaction(s)			6. Ownership	
(msu. 5)						((Instr. 3 and 4) Form: Bene			Beneficial Ownership	
									(4)					or Indirect	(Instr. 4)
						Code	V	Amou		Price				(1) (Instr. 4)	
Common Stock			/3/2013	013		s	20755 D	5 D	\$50.75	50.75		12379			
7 1.1			•,•	В	e: · 11	0 1	,				,•		•4• >		
			1	Bene			` '							1.0	
Security Conversion Date		Execution	Code		Derivative		Expirati		ion Date Secu		Underlying	Derivative	derivative	Ownership	 Nature of Indirect
(Instr. 3) or Exercise Price of			(Instr. 8)		Securities Acquired (A) or Disposed of					Derivative Security (Instr. 3 and 4)			Securities Beneficially	Derivative O	Beneficial Ownership
Derivative Security				(D) (Instr. 3		4 and 5)				Ì			Owned Following		(Instr. 4)
					(1 4114 5)	Date		Expiration		Amount or		Reported	or Indirect	
			Code	v	(A)	(D)				Title	Number of Shares		(Instr. 4)	4)	
67 0075	4/2/2012				200		4/2/2	012	0/20/2010	Commo	1 200	60	44626 (1)	В	
\$1.9975	4/3/2013		A		208		4/3/20	013	0/20/2010	Stock	208	20	11636	D	
\$7.9975	4/3/2013		A		208		4/3/20	013	12/19/2018	Common Stock	208	\$0	11636 (2)	D	
	Tab 2. Conversion or Exercise Price of Derivative Security \$7.9975	Table II - Der Conversion or Exercise Price of Derivative Security	Table II - Derivative Security S7.9975 (First) (Middle) (Middle) (Middle) (Middle) (Middle) (Middle) (Middle) (Middle) (Aid and a comparison (Middle) (Aid a comparison (Middle	Dert D Derivative Security Security	Poert D (First) (Middle) 3. Date N RIDGE (Street) 4. If An	Pierr D (First) (Middle) (First) (All Famendments) (First) (Street) (First) (All Famendments) (Fi	DOLLAR GENEI (First) (Middle) 3. Date of Earliest Tran N RIDGE (Street) 4. If Amendment, Date TSVILLE, TN 37072 (State) 2. Trans. Date Execution Date, if any Table II - Derivative Securities Beneficially Owned 2. Conversion or Exercise Price of Derivative Security Security Security Table II - Derivative Securities Beneficially Owned A. Trans. Code (Instr. 8) Date Execution Date, if any Code V (A) (D) S7.9975 4/3/2013 A 208	DOLLAR GENERAL (First) (Middle) 3. Date of Earliest Transaction N RIDGE 4/3/20 (Street) 4. If Amendment, Date Origin TSVILLE, TN 37072 ity) (State) (Zip) Table I - Non-Derivative Securities Acquir 2. Trans. Date Execution Date, if any Date Execution Or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Price of Origin Additional Code (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exercise Exercise Price of Origin Additional Code (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exercise Exercise Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exercise Exercise Exercise Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exercise Exercise Exercise Exercise Exercise Exercise Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exer	DOLLAR GENERAL CO (First) (Middle) 3. Date of Earliest Transaction (MM N RIDGE 4/3/2013 (Street) 4. If Amendment, Date Original Fi TSVILLE, TN 37072 ity) (State) (Zip) 3. Trans. Date Execution Date, if any 2. Trans. Code (Instr. 8) (Ins	DOLLAR GENERAL CORP DOLLAR GENERAL CORP	DOLLAR GENERAL CORP [DG] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) N RIDGE 4/3/2013 4. If Amendment, Date Original Filed (MM/DD/YYYY) TSVILLE, TN 37072 ity) (State) 2. Trans. Date 3. Trans. Code (Instr. 8) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, Conversion or Exercise Price of Date, if any Date Privative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Table III - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable and Expiration Date Derivative Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable Expiration Date Code Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable Expiration Date Code Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable Expiration Date Code Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable Expiration Date Common Stock S7.9975 4/3/2013 A 208 4/3/2013 8/28/2018 Common Stock	DOLLAR GENERAL CORP [DG] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY)	Check all applicable) (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) 2. Coffee (give title belce to the top of Evereise) 4/3/2013 5. Amount of Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible security Code V (A) (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible security (Instr. 3) (Instr. 8) (Instr. 3) (Instr. 8) (Instr. 3) (Instr.	DOLLAR GENERAL CORP [DG] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) 5. Director	Check all applicable Director 10% Owner 10% Ow

Explanation of Responses:

- (1) On August 28, 2008, the reporting person was granted an option to purchase 57,142 shares of common stock scheduled to vest in installments of 8.33%, 20%, 20%, 20%, 20% and 11.67% per year based on the Issuer's satisfaction of certain performance criteria for each of the 2008-2013 fiscal years. The option reported herein as acquired resulted from the acceleration of vesting of 0.4% of such option as a result of a secondary offering of shares of common stock by certain of the Issuer's shareholders. The number of securities reported in this column includes (a) 11,428 unvested options that are subject to time-vesting criteria, are scheduled to vest on August 25, 2013, and have the same exercise price and expiration date as the option reported herein as acquired; and (b) 208 vested options.
- (2) On December 19, 2008, the reporting person was granted an option to purchase 57,142 shares of common stock scheduled to vest in installments of 8.33%, 20%, 20%, 20%, 20% and 11.67% per year based on the Issuer's satisfaction of certain performance criteria for each of the 2008-2013 fiscal years. The option reported herein as acquired resulted from the acceleration of vesting of 0.4% of such option as a result of a secondary offering of shares of common stock by certain of the Issuer's shareholders. The number of securities reported in this column includes (a) 11,428 unvested options that are subject to time-vesting criteria, are scheduled to vest on August 25, 2013, and have the same exercise price and expiration date as the option reported herein as acquired; and (b) 208 vested options.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Ravener Robert D							
100 MISSION RIDGE		EVP & Chief People Officer					
GOODLETTSVILLE, TN 37072							

/s/ Robert D. Ravener	4/3/2013
** Signature of Penarting Person	Date

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

- * 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).

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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