

DOLLAR GENERAL CORP

Filed by
BUCK HOLDINGS L.P.

FORM SC 13G (Statement of Ownership)

Filed 02/16/10

Address	100 MISSION RIDGE GOODLETTSVILLE, TN, 37072
Telephone	6158554000
CIK	0000029534
Symbol	DG
SIC Code	5331 - Retail-Variety Stores
Industry	Discount Stores
Sector	Consumer Cyclical
Fiscal Year	02/02

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Dollar General Corporation

(Name of Issuer)

Common Stock, par value \$0.875 per share

(Title of Class of Securities)

256677 105

(CUSIP Number)

December 31, 2009

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Name of Reporting Person
Buck Holdings, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

5. Sole Voting Power
299,713,583

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
-0-

7. Sole Dispositive Power
299,713,583

8. Shared Dispositive Power
-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person
299,713,583

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
88.0%

12. Type of Reporting Person (See Instructions)
HC; PN

1. Name of Reporting Person
Buck Holdings, LLC

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

5. Sole Voting Power
299,713,583

Number of
Shares
Beneficially
Owned by
Each
Reporting
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9. Aggregate Amount Beneficially Owned by Each Reporting Person
299,713,583

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
88.0%

12. Type of Reporting Person (See Instructions)
HC; OO

STATEMENT ON SCHEDULE 13G

This is Schedule 13G filed with the U.S. Securities and Exchange Commission on February 16, 2010.

Pursuant to Rule 13d-1(d) under the Securities Exchange Act of 1934, as amended, and as provided in the Joint Filing Agreement filed as Exhibit 1 to this Statement on Schedule 13G (this "Schedule 13G"), each of the persons listed below under Item 2 (each a "Reporting Person," and collectively the "Reporting Persons"), have agreed to file one statement with respect to their ownership of common stock, par value \$0.875 per share (the "Shares"), of Dollar General Corporation (the "Issuer").

Item 1.

- (a) Name of Issuer:
Dollar General Corporation

- (b) Address of Issuer's Principal Executive Offices:
100 Mission Ridge
Goodlettsville, Tennessee 37072

Item 2.

- (a) Name of Persons Filing:
Buck Holdings, L.P.
Buck Holdings, LLC

- (b) Address of Principal Business Office, or, if none, Residence:

The principal business office for all persons filing is:
c/o Kohlberg Kravis Roberts & Co. L.P.
9 West 57th Street, Suite 4200
New York, NY 10019

- (c) Citizenship:
See Item 4 of each cover page.

- (d) Title of Class of Securities:
Common stock, \$0.875 par value per share.

- (e) CUSIP Number:
256677 105

Item 3.

Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

Buck Holdings, L.P. directly holds all of the Shares reported herein. Buck Holdings, L.P. holds 299,713,583 Shares, or 88.0%, of the common stock of the Issuer based on 340,588,205 outstanding Shares as of December 1, 2009. Buck Holdings, LLC is the general partner of Buck Holdings, L.P. The membership interests of Buck Holdings, LLC are held by a private investor group, including affiliates of each of Kohlberg Kravis Roberts & Co. L.P. and Goldman, Sachs & Co., and other equity investors.

(b) Percent of class:

See Item 11 of each cover page.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

See Item 5 of each cover page.

(ii) Shared power to vote or to direct the vote

See Item 6 of each cover page.

(iii) Sole power to dispose or to direct the disposition of

See Item 7 of each cover page.

(iv) Shared power to dispose or to direct the disposition of

See Item 8 of each cover page.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

See Item 4 above. To the best knowledge of the Reporting Persons, no one other than the Reporting Persons, the partners, members, affiliates or shareholders of the Reporting Persons and any other persons named in Item 4 or Item 8 has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

As stated in Item 4 above, Buck Holdings, L.P. holds 299,713,583 Shares, or 88.0%, of the common stock of the Issuer. Buck Holdings, LLC is the general partner of Buck Holdings, L.P. The membership interests of Buck Holdings, LLC are held by a private investor group, including affiliates of each of Kohlberg Kravis Roberts & Co. L.P., Goldman, Sachs & Co., and other equity investors.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

Not applicable.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated February 16, 2010

BUCK HOLDINGS, L.P.

By: Buck Holdings, LLC, its general partner

By: /s/ William J. Janetschek

Name: William J. Janetschek

Title: Vice President, Treasurer and Secretary

BUCK HOLDINGS, LLC

By: /s/ William J. Janetschek

Name: William J. Janetschek

Title: Vice President, Treasurer and Secretary

EXHIBITS

Exhibit Number	Title
1	Joint Filing Agreement, dated February 16, 2010.

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) of the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the common stock of Dollar General Corporation and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filing. In evidence thereof, the undersigned, being duly authorized, hereby execute this Joint Filing Agreement as of February 16, 2010.

BUCK HOLDINGS, L.P.

By: Buck Holdings, LLC, its general partner

By: /s/ William J. Janetschek

Name: William J. Janetschek

Title: Vice President, Treasurer and Secretary

BUCK HOLDINGS, LLC

By: /s/ William J. Janetschek

Name: William J. Janetschek

Title: Vice President, Treasurer and Secretary
