

# FORM 4

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

1. 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)		
VASOS TODD J			DOLLAR GENERAL CORP [ DG ]			<input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>Chief Executive Officer</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
100 MISSION RIDGE			12/3/2021					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
GOODLETTSVILLE, TN 37072						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/3/2021		M		85759	A	\$84.67	295837	D	
Common Stock	12/3/2021		M		69599	A	\$84.67	365436	D	
Common Stock	12/3/2021		M		117898	A	\$92.98	483334	D	
Common Stock	12/3/2021		M		64200	A	\$117.13	547534	D	
Common Stock	12/3/2021		S		16155	D	\$216.445 (1)	531379	D	
Common Stock	12/3/2021		S		46319	D	\$217.4424 (2)	485060	D	
Common Stock	12/3/2021		S		3377	D	\$218.2201 (3)	481683	D	
Common Stock	12/3/2021		S		13477	D	\$219.7164 (4)	468206	D	
Common Stock	12/3/2021		S		38682	D	\$220.607 (5)	429524	D	
Common Stock	12/3/2021		S		102828	D	\$221.7009 (6)	326696	D	
Common Stock	12/3/2021		S		85389	D	\$222.4336 (7)	241307	D	
Common Stock	12/3/2021		S		31229	D	\$223.4049 (8)	210078	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$84.67	12/3/2021		M		85759		(9)	3/16/2026	Common Stock	85759	\$0	0	D	
Employee Stock Option (Right to Buy)	\$84.67	12/3/2021		M		69599		(10)	3/16/2026	Common Stock	69599	\$0	0	D	
Employee Stock Option (Right to Buy)	\$92.98	12/3/2021		M		117898		(11)	3/21/2028	Common Stock	117898	\$0	39299 (12)	D	
Employee Stock Option (Right to Buy)	\$117.13	12/3/2021		M		64200		(13)	3/20/2029	Common Stock	64200	\$0	64198 (14)	D	

### Explanation of Responses:

- The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$216.03 to \$217.01, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$217.03 to \$218.02, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

- (3) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$218.03 to \$218.85, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (4) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$219.065 to \$220.055, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (5) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$220.07 to \$221.06, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (6) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$221.10 to \$222.0993, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (7) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$222.10 to \$223.09, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (8) The reported price is a weighted average price. The shares were sold in multiple transactions ranging from \$223.10 to \$223.98, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.
- (9) The option vested as to 28,587 shares on March 16, 2019 and as to 28,586 shares on each of March 16, 2020 and March 16, 2021.
- (10) The option vested as to 9,801 shares on April 1, 2018 and as to 29,899 shares on each of April 1, 2019 and April 1, 2020.
- (11) The option vested as to 39,300 shares on April 1, 2019 and as to 39,299 shares on each of April 1, 2020 and April 1, 2021.
- (12) Represents 39,299 options that are scheduled to vest on April 1, 2022.
- (13) The option vested as to 32,101 shares on April 1, 2020 and as to 32,099 shares on April 1, 2021.
- (14) Represents 32,099 options that are scheduled to vest on each of April 1, 2022 and April 1, 2023.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>VASOS TODD J 100 MISSION RIDGE GOODLETTSVILLE, TN 37072</b>	<b>X</b>		<b>Chief Executive Officer</b>	

#### Signatures

/s/ Todd J. Vasos

12/7/2021

\*\*  
—Signature of Reporting 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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