

# DOLLAR GENERAL CORP

Filed by

**GOLDMAN SACHS GROUP INC**

## **FORM SC 13G/A**

(Amended Statement of Ownership)

Filed 02/14/13

|             |  |
|-------------|--|
| Address     | 100 MISSION RIDGE<br>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. 3)\*

**DOLLAR GENERAL CORPORATION**

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(Name of Issuer)

Common Stock, par value \$0.875 per share

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(Title of Class of Securities)

256677105  
(CUSIP Number)

December 31, 2012

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(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 the disclosures provided in a prior cover page.

The information required in 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  
I.R.S. Identification No. of above Person

THE GOLDMAN SACHS GROUP, INC.

-----  
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

Number of 1,871

Shares

-----  
6. Shared Voting Power

Beneficially 12,055,569

Owned by

-----  
7. Sole Dispositive Power

Each 1,871

Reporting

Person

-----  
8. Shared Dispositive Power

With: 12,079,801

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

12,081,672

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

3.7 %

-----  
12. Type of Reporting Person

HC-CO  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN, SACHS & CO.

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

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

New York

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

12,055,569

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 12,079,801

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

12,079,801

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

3.7 %

-----  
12. Type of Reporting Person

BD-PN-IA  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI FUND, 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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 4,336,047  
Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 4,336,047

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

4,336,047

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

1.3 %

-----  
12. Type of Reporting Person

PN  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI OFFSHORE FUND, 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

Cayman Islands

-----  
5. Sole Voting Power

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 3,606,572  
Owned by

-----  
Each 7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 3,606,572

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,606,572

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

1.1 %

-----  
12. Type of Reporting Person

PN  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI PARALLEL, 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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 1,192,339  
Owned by

-----  
Each 7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 1,192,339

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,192,339

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.4 %

-----  
12. Type of Reporting Person

PN  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI GMBH & CO. KG

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

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Germany

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

154,104

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 154,104

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

154,104

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

Less than 0.1%

-----  
12. Type of Reporting Person

PN



-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS ADVISORS VI, L.L.C.

-----  
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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 1,192,339  
Owned by

-----  
Each 7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 1,192,339

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,192,339

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.4 %

-----  
12. Type of Reporting Person

OO

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GSCP VI ADVISORS, L.L.C.

-----  
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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 4,336,047  
Owned by

-----  
Each 7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 4,336,047

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

4,336,047

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

1.3 %

-----  
12. Type of Reporting Person

OO  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GSCP VI OFFSHORE ADVISORS, L.L.C.

-----  
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

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

3,606,572

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 3,606,572

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

3,606,572

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

1.1 %

-----  
12. Type of Reporting Person

OO  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN, SACHS MANAGEMENT GP GMBH

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

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Germany

-----  
5. Sole Voting Power

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 154,104

Owned by

-----  
7. Sole Dispositive Power

Each 0

Reporting

Person

-----  
8. Shared Dispositive Power

With: 154,104

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

154,104

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

Less than 0.1%

-----  
12. Type of Reporting Person

OO  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN SACHS DGC INVESTORS, 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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 654,418

Owned by

-----  
7. Sole Dispositive Power

Each 0

Reporting

Person

-----  
8. Shared Dispositive Power

With: 654,418

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

654,418

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.2 %

-----  
12. Type of Reporting Person

PN  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS DGC ADVISORS, L.L.C.

-----  
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

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

654,418

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 654,418

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

654,418

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.2 %

-----  
12. Type of Reporting Person

OO  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN SACHS DGC INVESTORS OFFSHORE 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

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially 1,301,173

Owned by

-----  
7. Sole Dispositive Power

Each 0

Reporting

Person

-----  
8. Shared Dispositive Power

With: 1,301,173

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,301,173

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.4 %

-----  
12. Type of Reporting Person

PN  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS DGC OFFSHORE ADVISORS, INC.

-----  
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

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

1,301,173

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:  
1,301,173

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,301,173

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.4 %

-----  
12. Type of Reporting Person

CO  
-----



-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GSUIG, L.L.C.

-----  
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

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

488,897

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With: 488,897

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

488,897

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

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

0.1 %

-----  
12. Type of Reporting Person

OO  
-----

**Item 1(a). Name of Issuer:**  
**DOLLAR GENERAL CORPORATION**

**Item 1(b). Address of Issuer's Principal Executive Offices:**  
100 Mission Ridge  
Goodlettsville, TN 37072

**Item 2(a). Name of Persons Filing:**

**THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN, SACHS & CO.**

GS CAPITAL PARTNERS VI FUND, L.P. GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. GS CAPITAL PARTNERS VI PARALLEL, L.P. GS CAPITAL PARTNERS VI GMBH & CO. KG GS ADVISORS VI, L.L.C. GSCP VI ADVISORS, L.L.C. GSCP VI OFFSHORE ADVISORS, L.L.C. GOLDMAN, SACHS MANAGEMENT GP GMBH GOLDMAN SACHS DGC INVESTORS, L.P. GS DGC ADVISORS, L.L.C.  
GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P. GS DGC OFFSHORE ADVISORS, INC.  
GSUIG, L.L.C.

**Item 2(b). Address of Principal Business Office or, if none, Residence:**

THE GOLDMAN SACHS GROUP, INC., GOLDMAN, SACHS & CO., GS CAPITAL PARTNERS VI FUND, L.P., GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P., GS CAPITAL PARTNERS VI PARALLEL, L.P., GS CAPITAL PARTNERS VI GMBH & CO. KG, GS ADVISORS VI, L.L.C., GSCP VI ADVISORS, L.L.C., GSCP VI OFFSHORE ADVISORS, L.L.C., GOLDMAN, SACHS MANAGEMENT GP GMBH, GOLDMAN SACHS DGC INVESTORS, L.P., GS DGC ADVISORS, L.L.C., GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P., GS DGC OFFSHORE ADVISORS, INC., GSUIG, L.L.C.:  
200 West Street, New York, NY 10282

**Item 2(c). Citizenship:**  
**THE GOLDMAN SACHS GROUP, INC. - Delaware**

**GOLDMAN, SACHS & CO. - New York  
GS CAPITAL PARTNERS VI FUND, L.P. - Delaware**

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. - Cayman Islands GS CAPITAL PARTNERS VI PARALLEL, L.P. - Delaware GS CAPITAL PARTNERS VI GMBH & CO. KG - Germany  
GS ADVISORS VI, L.L.C. - Delaware  
GSCP VI ADVISORS, L.L.C. - Delaware GSCP VI OFFSHORE ADVISORS, L.L.C. - Delaware GOLDMAN, SACHS MANAGEMENT GP GMBH - Germany GOLDMAN SACHS DGC INVESTORS, L.P. - Delaware GS DGC ADVISORS, L.L.C. - Delaware GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P. - Delaware  
**GS DGC OFFSHORE ADVISORS, INC. - Delaware**

**GSUIG, L.L.C. - Delaware**

**Item 2(d). Title of Class of Securities:**  
Common Stock, par value \$0.875 per share Item 2(e). CUSIP Number:  
256677105

**Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:**

- (a).  Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b).  Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c).  Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d).  Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e).  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f).  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g).[ ] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h).[ ] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i).[ ] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j).[ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

**Item 4. Ownership.\***

(a). Amount beneficially owned:

See the response(s) to Item 9 on the attached cover page(s).

(b). Percent of Class:

See the response(s) to Item 11 on the attached cover page(s).

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

(i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).

(ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).

(iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).

(iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).

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

If this statement is being filed to report the fact that as of the date hereof the reporting persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following [X].

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

Clients of the Reporting Person(s) have or may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their accounts. Clients known to have such right or power with respect to more than 5% of the class of securities to which this report relates are:

NONE

**Item 7. Identification and Classification of the Subsidiary Which**

Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit (99.2)

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

See Exhibit (99.3)

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certification.**

Not Applicable

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\*In accordance with the Securities and Exchange Commission Release No. 34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "Goldman Sachs Reporting Units") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any operating units of GSG whose ownership of securities is disaggregated from that of the Goldman Sachs Reporting Units in accordance with the Release. The Goldman Sachs Reporting Units disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which the Goldman Sachs Reporting Units or their employees have voting or investment discretion or both, or with respect to which there are limits on their voting or investment authority or both and (ii) certain investment entities of which the Goldman Sachs Reporting Units act as the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Goldman Sachs Reporting Units.

**SIGNATURE**

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.

Date: February 14, 2013

**THE GOLDMAN SACHS GROUP, INC.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GOLDMAN, SACHS & CO.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI FUND, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI PARALLEL, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI GMBH & CO. KG**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS ADVISORS VI, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GSCP VI ADVISORS, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GSCP VI OFFSHORE ADVISORS, L.L.C.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GOLDMAN, SACHS MANAGEMENT GP GMBH**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GOLDMAN SACHS DGC INVESTORS, L.P.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GS DGC ADVISORS, L.L.C.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GS DGC OFFSHORE ADVISORS, INC.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

**GSUIG, L.L.C.**

By: /s/ Jeremy Kahn  
-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

## INDEX TO EXHIBITS

| Exhibit No. | Exhibit   |
|-------------|---|
| 99.1        | Joint Filing Agreement  |
| 99.2        | Item 7 Information  |
| 99.3        | Item 8 Information  |
| 99.4        | Power of Attorney, relating to<br>THE GOLDMAN SACHS GROUP, INC.                       |
| 99.5        | Power of Attorney, relating to<br>GOLDMAN, SACHS & CO.                                |
| 99.6        | Power of Attorney, relating to<br>GS CAPITAL PARTNERS VI FUND, L.P.                   |
| 99.7        | Power of Attorney, relating to<br>GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.          |
| 99.8        | Power of Attorney, relating to<br>GS CAPITAL PARTNERS VI PARALLEL, L.P.               |
| 99.9        | Power of Attorney, relating to<br>GS CAPITAL PARTNERS VI GMBH & CO. KG                |
| 99.10       | Power of Attorney, relating to<br>GS ADVISORS VI, L.L.C.                              |
| 99.11       | Power of Attorney, relating to<br>GSCP VI ADVISORS, L.L.C.                            |
| 99.12       | Power of Attorney, relating to<br>GSCP VI OFFSHORE ADVISORS, L.L.C.                   |
| 99.13       | Power of Attorney, relating to<br>GOLDMAN, SACHS MANAGEMENT GP GMBH                   |
| 99.14       | Power of Attorney, relating to<br>GOLDMAN SACHS DGC INVESTORS, L.P.                   |
| 99.15       | Power of Attorney, relating to<br>GS DGC ADVISORS, L.L.C.                             |
| 99.16       | Power of Attorney, relating to<br>GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P. |
| 99.17       | Power of Attorney, relating to<br>GS DGC OFFSHORE ADVISORS, INC.                      |
| 99.18       | Power of Attorney, relating to<br>GSUIG, L.L.C.                                       |

**EXHIBIT (99.1)**

**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, the undersigned agree to the joint filing of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, par value \$0.875 per share, of DOLLAR GENERAL CORPORATION and further agree to the filing of this agreement as an Exhibit thereto. In addition, each party to this Agreement expressly authorizes each other party to this Agreement to file on its behalf any and all amendments to such Statement on Schedule 13G.

Date: February 14, 2013

**THE GOLDMAN SACHS GROUP, INC.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GOLDMAN, SACHS & CO.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI FUND, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI PARALLEL, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS CAPITAL PARTNERS VI GMBH & CO. KG**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS ADVISORS VI, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GSCP VI ADVISORS, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----



Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GSCP VI OFFSHORE ADVISORS, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GOLDMAN, SACHS MANAGEMENT GP GMBH**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GOLDMAN SACHS DGC INVESTORS, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS DGC ADVISORS, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GS DGC OFFSHORE ADVISORS, INC.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

**GSUIG, L.L.C.**

By: /s/ *Jeremy Kahn*  
-----  
Name: *Jeremy Kahn*  
Title: *Attorney-in-fact*

## **EXHIBIT (99.2)**

### **ITEM 7 INFORMATION**

The securities being reported on by THE GOLDMAN SACHS GROUP, INC. ("GS Group"), as a parent holding company, are owned by Buck Holdings, L.P. 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. ("Goldman Sachs"), a broker or dealer registered under Section 15 of the Act and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940. GS CAPITAL PARTNERS VI FUND, L.P., GS CAPITAL PARTNERS VI PARALLEL, L.P., GOLDMAN SACHS DGC INVESTORS, L.P., GSUIG, L.L.C., each a Delaware limited partnership, GS CAPITAL PARTNERS VI OFFSHORE FUND, and GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P., each a Cayman Islands exempted limited partnership, and GOLDMAN, SACHS MANAGEMENT GP GMBH, a German civil law partnership with limitation of liability (collectively, the "Investing Entities"), each directly own limited partnership interests in Buck Holdings L.P. which are owned, or may be deemed to be beneficially owned, by Goldman Sachs. The general partner, managing general partner or other manager of each of the Investing Entities is an affiliate of GS Group. Goldman Sachs is a wholly-owned subsidiary of GS Group. Goldman Sachs is the investment manager of certain of the Investing Entities.

## **EXHIBIT (99.3)**

### **ITEM 8 INFORMATION**

Each of the Investing Entities directly own limited partnership interests in Buck Holdings L.P. The limited partnership interests of Buck Holdings L.P. are held by a private investor group, which including affiliates of each of Kohlberg Kravis Roberts & Co Inc. and Goldman Sachs and other equity investors. The aggregate number of shares of common stock, par value \$0.875 per share (the "Common Stock"), of Dollar General Corporation (the "Issuer") held by Buck Holdings L.P. is 54,145,011 or approximately 16.5% of the Common Stock of the Issuer based on 328,712,549 shares of Common Stock outstanding as of December 3, 2012. The share ownership reported for the Investing Entities does not include any shares of Common Stock owned by other investors in Buck Holdings L.P., except to the extent disclosed in this Schedule 13G. Each of the Investing Entities disclaims beneficial ownership of any shares of Common Stock owned by Buck Holdings L.P. or by the other investors of Buck Holdings L.P., except to the extent disclosed in this Schedule 13G.

**EXHIBIT (99.4)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that THE GOLDMAN SACHS GROUP, INC. (the "Company") does hereby make, constitute and appoint each of Dan Deluca, Jeremy Kahn and Brian Bae (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney- in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates. The Company has the unrestricted right to unilaterally revoke this Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of November 27, 2012.

**THE GOLDMAN SACHS GROUP, INC.**

*By: /s/ Gregory K. Palm*

\_\_\_\_\_  
*Name: Gregory K. Palm*

*Title: Executive Vice President and  
General Counsel*

**EXHIBIT (99.5)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN, SACHS & CO. (the "Company") does hereby make, constitute and appoint each of Dan Deluca, Jeremy Kahn and Brian Bae (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates. The Company has the unrestricted right to unilaterally revoke this Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of November 27, 2012.

**GOLDMAN, SACHS & CO.**

*By: /s/ Gregory K. Palm*

*Name: Gregory K. Palm*  
*Title: Managing Director*

**EXHIBIT (99.6)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS CAPITAL PARTNERS VI FUND, L.P.**

By: GSCP VI ADVISORS, L.L.C., its general partner

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President*

**EXHIBIT (99.7)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.**

By: GSCP VI OFFSHORE ADVISORS, L.L.C., its general partner

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President*

**EXHIBIT (99.8)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI PARALLEL, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS CAPITAL PARTNERS VI PARALLEL, L.P.**

By: GS ADVISORS VI, L.L.C., its General Partner

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President and Secretary*

**EXHIBIT (99.9)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI GMBH & CO. KG (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS CAPITAL PARTNERS VI GMBH & CO. KG**

By: GS ADVISORS VI, L.L.C., and its General Partner

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President and Secretary*



**EXHIBIT (99.10)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS ADVISORS VI, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in- fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney- in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS ADVISORS VI, L.L.C.**

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President*

**EXHIBIT (99.11)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GSCP VI ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in- fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney- in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GSCP VI ADVISORS, L.L.C.**

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President*

**EXHIBIT (99.12)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GSCP VI OFFSHORE ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GSCP VI OFFSHORE ADVISORS, L.L.C.**

*By: /s/ Christine Vollertsen*

*Name: Christine Vollertsen*

*Title: Vice President*

**EXHIBIT (99.13)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN, SACHS MANAGEMENT GP GMBH (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GOLDMAN, SACHS MANAGEMENT GP GMBH**

*By: /s/ John E. Bowman*

\_\_\_\_\_  
*Name: John E. Bowman*  
*Title: Managing Director*

**EXHIBIT (99.14)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS DGC INVESTORS, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GOLDMAN SACHS DGC INVESTORS, L.P.**

By: GS DGC ADVISORS, L.L.C.

*By: /s/ John E. Bowman*

*Name: John E. Bowman*

*Title: Secretary*

**EXHIBIT (99.15)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS DGC ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in- fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney- in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS DGC ADVISORS, L.L.C.**

*By: /s/ John E. Bowman*

*Name: John E. Bowman*

*Title: Secretary*

**EXHIBIT (99.16)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GOLDMAN SACHS DGC INVESTORS OFFSHORE HOLDINGS, L.P.**

**By: GS DGC OFFSHORE ADVISORS, INC.**

*By: /s/ John E. Bowman*

\_\_\_\_\_  
*Name: John E. Bowman*

*Title: Secretary*

**EXHIBIT (99.17)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GS DGC OFFSHORE ADVISORS, INC. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GS DGC OFFSHORE ADVISORS, INC.**

*By: /s/ John E. Bowman*

*Name: John E. Bowman*

*Title: Secretary*



**EXHIBIT (99.18)**

**POWER OF ATTORNEY**

KNOW ALL PERSONS BY THESE PRESENTS that GSUIG, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in- fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

**GSUIG, L.L.C.**

*By: /s/ Richard Friedman*

*Name: Richard Friedman*

*Title: Director*