

DOLLAR GENERAL CORP

Reported by **BUCK HOLDINGS L.P.**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/22/10 for the Period Ending 04/20/10

Address 100 MISSION RIDGE

GOODLETTSVILLE, TN, 37072

Telephone 6158554000

CIK 0000029534

Symbol DG

SIC Code 5331 - Retail-Variety Stores

Industry Discount Stores

Sector Consumer 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

1. Name and Address of Reporting Person *					2.	2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Buck Holdings L.P.					D	DOLLAR GENERAL CORP [DG]							3]		,				
(Last) (First) (Middle)					3.	3. Date of Earliest Transaction (MM/DD/YYYY))		DirectorX10% Owner Officer (give title below) Other (specify below)				
C/O KOHLBERG KRAVIS ROBERTS						4/20/2010									,	(op)	,		
& CO. L.P., 9 WEST 57TH STREET, SUITE 4200																			
(Street)					4.	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)						
NEW YORK, NY 10019 (City) (State) (Zip)													Form filed by One Reporting Person X Form filed by More than One Reporting Person						
			Tabl	e I - No	n-De	rivat	ive Sec	urities A	cqu	ired, D	ispo	osed o	f, or l	Bene	ficially Owne	ed			
1.Title of Security (Instr. 3) 2. Trans. Da					te 2A. Deemed Execution Date, if any		3. Trans. C Instr. 8)	ode	Disposed of (D)			Fe	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. 7. Nature Ownership Form: Beneficial	of Indirect Beneficial		
							Code	v	Amoun		(A) or (D) Price		e			Ownership (Instr. 4)			
Common Stock, par value \$0.875 per share 4/20/2010				10			s		2966924	15	D §	\$25.92	<u>(1)</u>	270044338		D (2)			
	Tabl	le II - Der	ivativ	e Secu	rities	Bene	eficially	Owned	(e.g	z. , puts	, ca	ılls, wa	arran	ıts, oj	ptions, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	xercise e of vative	3A. D Execu Date,	tion (Instr.		Acqu Dispo		wative Securities aired (A) or osed of (D)		6. Date Exercisable and Expiration Date			Securi	. Title and Amount of decurities Underlying Perivative Security Instr. 3 and 4)		Derivative Security	derivative Securities Beneficially Owned	Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security	urity			Code	V	(A)	(D)		ate xercisable		piration te	Title	Amou Shares	unt or Number of s		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

- (1) This amount represents the \$27.00 secondary public offering price per share of common stock, par value \$0.875 per share ("Common Stock"), of Dollar General Corporation less the underwriting discount of \$1.08 per share of Common Stock.
- (2) Buck Holdings, L.P. directly holds the shares of Common Stock reported herein. 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. Buck Holdings, LLC and each holder of membership interests in Buck Holdings, LLC disclaims beneficial ownership of the Common Stock held by Buck Holdings, L.P. except to the extent of its pecuniary interest therein.

Remarks:

Exhibit 24.1 - Power of Attorney (3) Mr. Kreider is signing in his capacity as attorney-in-fact for William J. Janetschek, the Vice President, Treasurer and Secretary of Buck Holdings, LLC, the general partner of Buck Holdings L.P. (4) Mr. Kreider is signing in his capacity as attorney-in-fact for Mr. Janetschek, the Vice President, Treasurer and Secretary of Buck Holdings, LLC.

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Buck Holdings L.P. C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 NEW YORK, NY 10019		X				
Buck Holdings LLC C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. 9 WEST 57TH STREET, SUITE 4200 NEW YORK, NY 10019		X				

Signatures

/s/ Richard J. Kreider, Buck Holdings, L.P. (3)	4/22/2010		
** Signature of Reporting Person	Date		
/s/ Richard J. Kreider, Buck Holdings, LLC (4)	4/22/2010		
** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

POWER OF ATTORNEY

Know all men by these presents that William J. Janetschek does hereby make, constitute and appoint Richard J. Kreider, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a member of any limited liability company or as a partner of any partnership for which the undersigned is otherwise authorized to sign), to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), including without limitation, Schedule 13D, Schedule 13G, statements on Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

		/s/ William J. Janetschek
		Name: William J. Janetschek
Date:	February 1, 2010	