

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): October 26, 2022

**DOLLAR GENERAL CORPORATION**

(Exact name of registrant as specified in its charter)

Tennessee (State or other jurisdiction of incorporation)	001-11421 (Commission File Number)	61-0502302 (I.R.S. Employer Identification No.)
100 MISSION RIDGE GOODLETTSVILLE, TN (Address of principal executive offices)		37072 (Zip Code)

Registrant's telephone number, including area code: (615) 855-4000

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.875 per share	DG	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

On October 26, 2022, the Board of Directors (the “Board”) of Dollar General Corporation (the “Company”) approved an increase of the Board size from nine to ten members and appointed Mr. Jeffery C. Owen to serve as a director of the Company until the 2023 annual meeting of shareholders and until his successor is duly elected and qualified, in each case effective as of November 1, 2022.

The employment agreement by and between the Company and Mr. Owen, effective November 1, 2022, commits to annually nominating Mr. Owen to serve on the Board during his term as Chief Executive Officer of the Company. As an executive of the Company, Mr. Owen will not receive separate compensation for his Board service. Neither Mr. Owen nor any related person of Mr. Owen has a direct or indirect material interest in any existing or currently proposed transaction to which the Company is or may become a party that would require disclosure under Item 404(a) of Regulation S-K promulgated under the Securities Exchange Act of 1934, as amended.

A copy of the Company’s news release announcing the appointment of Mr. Owen is attached hereto as Exhibit 99.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

- (a) Financial statements of businesses acquired. N/A
- (b) Pro forma financial information. N/A
- (c) Shell company transactions. N/A
- (d) Exhibits. See Exhibit Index to this report.

**EXHIBIT INDEX**

**Exhibit No.    Description**

[99](#)            [News release issued October 31, 2022](#)

104            The cover page from this Current Report on Form 8-K, formatted in Inline XBRL

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**DOLLAR GENERAL CORPORATION**

Date October 31, 2022

By: /s/ Rhonda M. Taylor

Rhonda M. Taylor

Executive Vice President and General Counsel

## Dollar General Corporation Adds Incoming CEO Jeff Owen to Board of Directors

GOODLETTSVILLE, Tenn.--(BUSINESS WIRE)--October 31, 2022--Dollar General Corporation (NYSE: DG) today announced Jeff Owen will be added to its Board of Directors upon the effectiveness of his promotion to Chief Executive Officer on November 1, 2022.

With Owen's appointment, Dollar General's Board of Directors will consist of 10 total members with extensive expertise and experience across several industries. In July 2022, Dollar General announced Owen would succeed Todd Vasos as CEO. Vasos will serve in a senior advisory position with Dollar General from November 1, 2022 through April 1, 2023, at which time he will retire from employment with the Company and is expected to continue to serve as a member of the Company's Board of Directors.

Owen, who has been with the Company for nearly 30 years, assumed Dollar General's Chief Operating Officer role in August 2019 having previously held the roles of Executive Vice President, Store Operations from June 2015-August 2019 and Senior Vice President, Store Operations from August 2011-July 2014. Prior to August 2011, Owen served DG as a Vice President, Division Manager; Retail Division Manager; Senior Director, Operations Process Improvement; and Store Manager, among other roles. He began his employment at Dollar General in 1992 as a store manager trainee in a Nashville, Tennessee store.

### About Dollar General Corporation

Dollar General Corporation has been delivering value to shoppers for more than 80 years. Dollar General helps shoppers Save time. Save money. Every day.® by offering products that are frequently used and replenished, such as food, snacks, health and beauty aids, cleaning supplies, basic apparel, housewares and seasonal items at everyday low prices in convenient neighborhood locations. Dollar General operated 18,566 stores in 47 states as of July 29, 2022. In addition to high-quality private brands, Dollar General sells products from America's most-trusted manufacturers such as Clorox, Energizer, Procter & Gamble, Hanes, Coca-Cola, Mars, Unilever, Nestle, Kimberly-Clark, Kellogg's, General Mills, and PepsiCo. Learn more about Dollar General at [www.dollargeneral.com](http://www.dollargeneral.com).

### Contacts

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Source: Dollar General Corporation