

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

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# INITIAL STATEMENT OF 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

2. Date Statem	2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol  DOLLAR CENERAL CORP. DCL					
	4/16/202	1	DOLLAR GENERAL C		OKP [DG]			
4. Rela	ationship of R	eporting Perso	n(s) to Issuer	(Check all applic	able)			
D	Director		10% Owner					
			Other (specify below)					
		<u> </u>	6. Individual or Joint/Group Filing(Check Applicable Line)					
2 Origin	al Filed(MM/D		C_Form filed by C	ne Reporting Person				
		_	Form filed by N	More than One Reporti	ng Person			
Tal				1				
1.Title of Security (Instr. 4)				-	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
	(Ins	str. 4)	1 '	(D) or Indirect				
				(Instr. 5)				
		6647	(1)	D				
tive Securitie	s Beneficially	Owned (e.g.,	puts, calls, w	varrants, options	, convertible secu	rities)		
1. Title of Derivate Security (Instr. 4)  2. Date Exercisable a Expiration Date (MM/DD/YYYY)				4. Conversion or Exercise Price of Derivative	Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)			
(2)	3/18/2023	Common Stock	2999	\$48.11	D			
<u>(3)</u>	3/18/2024	Common Stock	3034	\$57.91	D			
(4)	3/17/2025	Common Stock	3583	\$74.72	D			
<u>(5)</u>	3/16/2026	Common Stock	3588	\$84.67	D			
(6)	3/22/2027	Common Stock	3230	\$70.68	D			
<u>(7)</u>	3/21/2028	Common Stock	2594	\$92.98	D			
(8)	8/28/2028	Common Stock	3526	\$106.84	D			
<u>(9)</u>	3/20/2029	Common Stock	5377	\$117.13	D			
(10)	3/17/2030	Common Stock	5423	\$154.53	D			
	Staten	Statement (MM/DD 4/16/202     4. Relationship of R	Statement (MM/DD/YYYY) 4/16/2021  4. Relationship of Reporting Perso  Director X Officer (give title below) EVP, Global Supply Chain /  5. If Amendment, Date Original Filed(MM/DD/YYYY)  2. Amount of Sec Beneficially Own (Instr. 4)  6647  tive Securities Beneficially Owned (e.g., 2. Date Exercisable and Expiration Date (MM/DD/YYYY)  Date Exercisable and Expiration Date  (MM/DD/YYYY)  Date Expiration Date  (2) 3/18/2023  Common Stock  (3) 3/18/2024  Common Stock  (4) 3/17/2025  Common Stock  (5) 3/16/2026  Common Stock  (6) 3/22/2027  Common Stock  (7) 3/21/2028  Common Stock  (8) 8/28/2028  Common Stock  (9) 3/20/2029  Common Stock  (10) 3/17/2030  Common Stock  Common Stock	Statement (MM/DD/YYYY)   4/16/2021   DOLLAR Collaboration   A. Relationship of Reporting Person(s) to Issuer   Director   10% Owner   Other (specific EVP, Global Supply Chain /   S. If Amendment, Date Original Filed(MM/DD/YYYY)   S. If Amendment, Date Original Filed(MM/DD/YYYY)   G. Individual or	4. Relationship of Reporting Person(s) to Issuer (Check all applic  Director  X_Officer (give title below)  EVP, Global Supply Chain /  5. If Amendment, Date Original Filed(MM/DD/YYYY)  2. Amount of Securities Beneficially Owned (Instr. 4)  2. Amount of Securities Beneficially Owned (Instr. 4)  2. Date Exercisable and Expiration Date (MM/DD/YYYY)  Date Exercisable  Expiration Exercisable  Expiration Exercisable  Amount of Securities Beneficially Owned (e.g., puts, calls, warrants, options Securities Underlying Derivative Security (Instr. 4)  Date Expiration Exercisable  Expiration Exercisable  Common Stock  Amount or Number of Shares  (2)  3/18/2023  Common Stock  (3)  3/18/2024  Common Stock  (6)  3/22/2027  Common Stock  (6)  3/22/2027  Common Stock  (7)  3/21/2028  Common Stock  Common Stock  (9)  3/20/2029  Common Stock  Common Stock	A Relationship of Reporting Person(s) to Issuer (Check all applicable)		

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
(Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative	Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	•	Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Option (Right to Buy)	(11)	3/16/2031	Common Stock	11574	\$193.55	D		

### **Explanation of Responses:**

- (1) Includes 238 restricted stock units representing the right to receive shares of common stock upon vesting ("RSUs") that are scheduled to vest on April 1, 2022, subject to certain forfeiture and accelerated vesting provisions; 384 RSUs that are scheduled to vest evenly on April 1, 2022 and April 1, 2023, subject to certain forfeiture and accelerated vesting provisions; 147 earned but unvested performance share units representing the right to receive shares of common stock upon vesting ("PSUs") that are scheduled to vest on April 1, 2022, subject to certain forfeiture and accelerated vesting provisions; and 578 earned but unvested PSUs that are scheduled to vest evenly on April 1, 2022 and April 1, 2023, subject to certain forfeiture and accelerated vesting provisions.
- (2) Vested as to 752 shares on March 18, 2014, as to 749 shares on March 18, 2015, as to 749 shares on March 18, 2016, and as to 749 shares on March 18, 2017.
- (3) Vested as to 760 shares on March 18, 2015, as to 758 shares on March 18, 2016, as to 758 shares on March 18, 2017, and as to 758 shares on March 18, 2018
- (4) Vested as to 898 shares on April 1, 2016, as to 895 shares on April 1, 2017, as to 895 shares on April 1, 2018, and as to 895 shares on April 1, 2019.
- (5) Vested as to 897 shares on April 1, 2017, as to 897 shares on April 1, 2018, as to 897 shares on April 1, 2019, and as to 897 shares on April 1, 2020.
- (6) Vested as to 809 shares on April 1, 2018, as to 807 shares on April 1, 2019, as to 807 shares on April 1, 2020, and as to 807 shares on April 1, 2021.
- (7) Vested as to 650 shares on April 1, 2019, as to 648 shares on April 1, 2020, and as to 648 shares on April 1, 2021. The remaining portion of the option is scheduled to vest as to the 648 shares on April 1, 2022, subject to certain forfeiture and accelerated vesting provisions.
- (8) Vested as to 883 shares on August 28, 2019 and as to 881 shares on August 28, 2020. The remaining portion of the option is scheduled to vest as to 881 shares on August 28, 2021 and as to 881 shares on August 28, 2022, subject to certain forfeiture and accelerated vesting provisions.
- (9) Vested as to 1,345 shares on April 1, 2020 and as to 1,344 shares on April 1, 2021. The remaining portion of the option is scheduled to vest as to 1,344 shares on April 1, 2022 and as to 1,344 shares on April 1, 2023, subject to certain forfeiture and accelerated vesting provisions.
- (10) Vested as to 1,358 shares on April 1, 2021. The remaining portion of the option is scheduled to vest as to 1,355 shares on April 1, 2022, as to 1,355 shares on April 1, 2023 and as to 1,355 shares on April 1, 2024, subject to certain forfeiture and accelerated vesting provisions
- (11) Vests in four annual installments of 25% beginning April 1, 2022, subject to certain forfeiture and accelerated vesting provisions.

#### Remarks:

Exhibit List: Exhibit 24--Power of Attorney

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
ZUAZO ANTONIO						
100 MISSION RIDGE			EVP, Global Supply Chain			
GOODLETTSVILLE, TN 37072						

### **Signatures**

/s/ Tony Zuazo 4/20/2021
\*\*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 5(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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Rhonda M. Taylor, Christine L. Connolly, and Elizabeth S. Inman, each of whom may act individually, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Dollar General Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission ("SEC") and any stock exchange or similar authority;
- (3) complete, execute and file a Form ID or such other document or documents as may be required from time to time by the SEC to enable the filing of such Form 3, 4 or 5; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that each of the foregoing attorneys-in-fact,

in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25 day of March 2021.

/s/ Antonio Zuazo

Antonio Zuazo