

## 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

1. Name and Address of Reporting Person -   2. Date of Ever     DILTS KELLY   2. Date of Ever     5/1/2			M/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol DOLLAR GENERAL CORP [DG]				
(Last) (First) (Middle)	4. Rela	4. Relationship of Reporting Pe			erson(s) to Issuer (Check all applicable)				
100 MISSION RIDGE	X		ve title below) inancial O	10% Owner title below) Other (specify below) ancial Officer /					
(Street) GOODLETTSVILLE, TN 37072	Origina	5. If Amendment, Date Original Filed(MM/DD/YYYY			6. Individual or Joint/Group Filing(Check Applicable Line)				
(City) (State) (Zip)									
Table I - No   1.Title of Security   (Instr. 4)			n-Derivative Securities Ben 2. Amount of Securities Beneficially Owned (Instr. 4)		rities	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock		5851 <u>(1)</u>		D					
Table II - Derivat	ive Securities	s Benefici	ally Owne	d ( <i>e.g.</i> ,	nuts, calls, w	arrants, option	s, convertible secu	rities)	
1. Title of Derivate Security (Instr. 4)	2. Date Exer Expiration I	2. Date Exercisable and Expiration Date (MM/DD/YYYY)				4. Conversi or Exercise Price of Derivative	ion 5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	on Title		Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Option (Right to Buy)	<u>(2)</u>	8/27/20	179	nmon ock	5732	\$138.75	5 D		
Employee Stock Option (Right to Buy)	<u>(3)</u>	3/17/20	140	nmon ock	5052	\$154.53	3 D		
Employee Stock Option	<u>(4)</u>	3/16/20		nmon ock	5787	\$193.55	5 D		
Employee Stock Option	<u>(5)</u>	3/15/20	11/	nmon ock	15248	\$214.25	5 D		
Employee Stock Option	<u>(6)</u>	3/28/20		nmon ock	4809	\$208.13	3 D		

### **Explanation of Responses:**

(1) Includes 210 restricted stock units representing the right to receive shares of common stock upon vesting ("RSUs") that are scheduled to vest on April 1, 2024, subject to certain forfeiture and accelerated vesting provisions; 1,064 RSUs that are scheduled to vest evenly on April 1, 2024 and April 1, 2025, subject to certain forfeiture and accelerated vesting provisions; 663 RSUs that are scheduled to vest evenly on April 1, 2024, April 1, 2025 and April 1, 2026, subject to certain forfeiture and accelerated vesting provisions; 206 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, 2024, subject to certain forfeiture and accelerated vesting provisions; and 818 earned but unvested PSUs that are scheduled to vest evenly on April 1, 2025, subject to certain forfeiture and accelerated vesting provisions; and 818 provisions.

(2) Vested as to 1,433 shares on each of August 27, 2020, August 27, 2021 and August 27, 2022. The remaining portion of the option is scheduled to vest as to

the 1,433 shares on August 27, 2023, subject to certain forfeiture and accelerated vesting provisions.

- (3) Vested as to 1,263 shares on each of April 1, 2021, April 1, 2022 and April 1, 2023. The remaining portion of the option is scheduled to vest as to the 1,263 shares on April 1, 2024, subject to certain forfeiture and accelerated vesting provisions.
- (4) Vested as to 1,449 shares on April 1, 2022 and as to 1,446 shares on April 1, 2023. The remaining portion of the option is scheduled to vest as to 1,446 shares on each of April 1, 2024 and April 1, 2025, subject to certain forfeiture and accelerated vesting provisions.
- (5) Vested as to 3,812 shares on April 1, 2023. The remaining portion of the option is scheduled to vest as to 3,812 shares on each of April 1, 2024, April 1, 2025 and April 1, 2026, subject to certain forfeiture and accelerated vesting provisions.
- (6) Vests in four annual installments of 25% beginning April 1, 2024, 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		
DILTS KELLY 100 MISSION RIDGE GOODLETTSVILLE, TN 37072			EVP & Chief Financial Officer			

#### Signatures

/s/ Kelly M. Dilts	
**Signature of Reporting Person	

Date

5/1/2023

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.

## POWER OF ATTORNEY

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 1st day of May, 2023.

/s/ Kelly M. Dilts Kelly M. Dilts