

[] 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. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer						
	DO	OLI	LAR G	GENER	AL	COF	RP [DC	G]		(Cneck all app	ilicable)					
Garratt John W					ction	n (MM)	DD/YYYY)	Director 10% Owner							
(Last) (First) (Middle)					5. Date of Earnest Transaction (www.bb/1111)							X Officer (give title below) Other (specify below)				
0 MISSION RIDGE					3/9/2021							EVP & Chief Financial Officer				
	4.]	f An	nendmei	nt, Date O	rigin	nal Fil	ed (MM/D	D/YYY	YY)	6. Individual o	r Joint/G	roup Filing	Check Appl	icable Line)		
2													erson			
ole I - N	on-Der	ivati	ive Secu	rities Acc	quir	ed, Di	sposed o	f, or	Bene	eficially Owne	ed					
2. Tra	2. Trans. Date		ution		de				Fo				Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	Amou	. ,		ice				(I) (Instr. 4)	(msu. 4)		
3/9	/2021			A		18342	<u>(1)</u> A	\$0	0	:	30961		D			
ive Sec	urities	Bene	eficially	Owned (e.g.,	puts,	calls, wa	rran	ıts, oj	ptions, conver	tible sec	urities)				
ution	n (Instr. 8)		Derivativ Acquired Disposed	e Securities (A) or of (D)				Securities I Derivative		Underlying Derivative Security Security		derivative Securities Beneficially Owned	Ownership Form of Derivative Security:	Beneficial		
	Code	v	(A)	(D)			Expiration Date	Title				Reported	or Indirect			
) t	2 ble I - N 2. Tra 3/9 tive Second	D(3. 1 2 2 2 2 2 2 2 2 2	DOLI 3. Date 4. If An 4. If An 2. Trans. Date 2A. If Exec Date, 3/9/2021 tive Securities Bend 4. Trans. Code cution 4. Trans. Code cution	DOLLAR C 3. Date of Earli 4. If Amendment 4. If Amendment 2. Trans. Date 2A. Deemed Execution Date, if any 3/9/2021 tive Securities Beneficially Deemed 2. Trans. Code 2. Number Courtion Courtion	DOLLAR GENERA 3. Date of Earliest Transa 3/9 4. If Amendment, Date O 2. Trans. Date 2A. Deemed Execution Date, if any Code 3/9/2021 A tive Securities Beneficially Owned (Instr. 8) Deemed 4. Trans. Code 5. Number of Derivative Securities Securities Securities Securities Securities Securities Securities Code Code	DOLLAR GENERAL 3. Date of Earliest Transaction 3/9/20 4. If Amendment, Date Origin 2. Trans. Date 2. Trans. Date Execution Date, if any Code V 3/9/2021 A tive Securities Beneficially Owned (e.g., fany) Code V Deemed (Instr. 8) Deemed (Instr. 8)	DOLLAR GENERAL COR 3. Date of Earliest Transaction (MM/ 3/9/2021 4. If Amendment, Date Original File 2. Trans. Date 3. Trans. Code (Instr. 8) Code V Amou 3/9/2021 A 18342 tive Securities Beneficially Owned (e.g., puts, cquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date	DOLLAR GENERAL CORP DOLLAR GENERAL CORP	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/9/2021 4. If Amendment, Date Original Filed (MM/DD/YY 2. Trans. Date 2A. Deemed 2A. Deemed	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/9/2021 4. If Amendment, Date Original Filed (MM/DD/YYYY) 2. Trans. Date 2A. Deemed 3. Trans. Code 4. Securities Acquired (A) 5. Or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) 4. Trans. Date 2A. Deemed (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) 4. Trans. Code V	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3. Date of Earliest Transaction (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. Individual of Every & Chief 2. Trans. Date 2A. Deemed Execution Date, if any 3. Trans. Code 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V Amount (A) or (Instr. 3) A (Instr. 3)	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/9/2021 4. If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. Individual or Joint/G X Form filed by One Report Form filed by More than Compared to the property of the propert	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3. Date of Earliest Transaction (MM/DD/YYYY) 3. Date of Earliest Transaction (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. Individual or Joint/Group Filing of Every filed by One Reporting Person Form filed by More than One Reporting	DOLLAR GENERAL CORP [DG] 3. Date of Earliest Transaction (MM/DD/YYYY) 3/9/2021 4. If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. Individual or Joint/Group Filing (Check Appl X Form filed by More than One Reporting Person Form filed by More than One Reporting Person 6. Individual or Joint/Group Filing (Check Appl X Form filed by More than One Reporting Person Form filed by More than One Reporting Person 6. Amount of Securities Beneficially Owned (Instr. 8) 7. Tritle and Amount of Securities Sec		

Explanation of Responses:

(1) Performance share units ("PSUs") earned by reporting person from March 21, 2018 & March 17, 2020 grants, as certified by Issuer's Compensation Committee on March 9, 2021. Each PSU represents right to one share of Issuer's common stock. Amount reported includes: (i) 10,743 PSUs earned as a result of Issuer's fiscal years 2018-2020 average adjusted ROIC performance (2018 grant), all of which will become vested & be settled & paid in unrestricted shares of Issuer's common stock on April 1, 2021; & (ii) 7,599 PSUs earned as a result of Issuer's fiscal year 2020 adjusted EBITDA performance (2020 grant), 2,533 of which will become vested & be settled & paid in unrestricted shares of Issuer's common stock on April 1, 2021, & remainder of which is subject to time-vesting requirements (2,533 on each of April 1, 2022 & April 1, 2023) & certain forfeiture & accelerated vesting provisions, & once vested are payable solely in unrestricted shares of Issuer's common stock.

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Garratt John W									
100 MISSION RIDGE			EVP & Chief Financial Officer						
GOODLETTSVILLE, TN 37072									

Signatures

/s/ John Garratt

**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.