

Ravener Robert D  
 Form 4  
 December 07, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Ravener Robert D

2. Issuer Name and Ticker or Trading Symbol  
 DOLLAR GENERAL CORP [DG]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 100 MISSION RIDGE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/06/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & Chief People Officer

GOODLETTSVILLE, TN 37072  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock                    | 12/06/2012                           |  | M                              |   | 16,644  | A  | \$ 7.9975                                  |
| Common Stock                    | 12/06/2012                           |  | F                              |   | 7,888.656   | D  | \$ 46.43                                   |
| Common Stock                    | 12/06/2012                           |  | D                              |   | 0.344   | D  | \$ 46.43                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right to Buy)       | \$ 7.9975  | 12/06/2012                           |  | M                              | 8,322   | <sup>(1)</sup> 08/28/2018                                | Common Stock  | 8,322                         |
| Employee Stock Option (Right to Buy)       | \$ 7.9975  | 12/06/2012                           |  | M                              | 8,322   | <sup>(1)</sup> 12/19/2018                                | Common Stock  | 8,322                         |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                                     |       |
|---|---------------|-----------|-------------------------------------|-------|
|   | Director      | 10% Owner | Officer                             | Other |
| Ravener Robert D<br>100 MISSION RIDGE<br>GOODLETTSVILLE, TN 37072 |               |           | EVP &<br>Chief<br>People<br>Officer |       |

## Signatures

/s/ Susan S. Lanigan,  
Attorney-in-Fact

12/07/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

The securities reported in each row of Table 2 as exercised vested as to 4,266 shares October 3, 2012, as to 971 shares on October 10, 2012, as to 857 shares on October 11, 2012, as to 285 shares on November 27, 2012, as to 229 shares on November 28, 2012, as to 514 shares on November 29, 2012 and as to 1,200 shares on November 30, 2012.

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- (2) The number of securities reported in each row of this column represents unvested options subject to time-vesting criteria which are scheduled to vest on August 25, 2013.

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