Edgar Filing: DOLLAR GENERAL CORP - Form 4

DOLLAR G Form 4 December 14	ENERAL CORP										
	ПЛ							OMB AF	PROVAL		
FORM	UNITED	STATES S	ECURITIES Washington			NGE CO	OMMISSION	OMB Number:	3235-0287		
Check th	ger							Expires:	January 31,		
if no longer subject to Section 16. Section 16.				GES IN BENEFICIAL OWNERS SECURITIES				Estimated average burden hours per response 0.			
Form 4 or											
Form 5 obligatio	1 00		ction 16(a) of t			•					
may con See Instr 1(b).	tinue. Section 17(blic Utility Ho the Investmer	•	· ·		1935 or Section	l			
(Print or Type	Responses)										
ELLIOTT ANITA C Symbol			•			I	5. Relationship of Reporting Person(s) to Issuer				
			OOLLAR GEN		JRP	[DG]	(Check	all applicable)		
(Month/E 100 MISSION RIDGE 12/14/2 (Street) 4. If Ame			. Date of Earliest Month/Day/Year) 2/14/2010	2010			Director _X Officer (give to below)		Owner er (specify		
			If Amandmant I								
			iled(Month/Day/Ye					6. Individual or Joint/Group Filing(Check Applicable Line)			
GOODLET	TSVILLE, TN 3'			· /		-	_X_ Form filed by O Form filed by Mo Person				
(City)	(State)	(Zip)	Table I - Non	-Derivative	Securi	ities Acaui	ired, Disposed of,	or Beneficial	v Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution D any	3.	4. Securit iomr Dispos (Instr. 3,	ies Aco ed of (quired (A) D) i) Price	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 Beneficial		
Common Stock	12/14/2010		S	28,377	D	\$ 29.463	1,646	D			

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

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.

 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. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day, e			le and unt of rlying rities r. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Ad	dress	Relationships						
	Director	10% Owner	Officer	Other				
ELLIOTT ANITA C 100 MISSION RIDGE GOODLETTSVILLE, TN	37072		SVP & Controller					
Signatures								
/s/ Anita C. Elliott	12/14/2010							
<u>**Signature of</u> 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).
- This amount represents the \$30.50 secondary public offering price per share of common stock, par value \$0.875 per share ("Common (1) Stock"), of Dollar General Corporation less the underwriting discount of \$1.037 per share of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.