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DOLLAR GENERAL CORP

Reported by

RAVENER ROBERT D

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/08/11 for the Period Ending 12/06/11

Address	100 MISSION RIDGE GOODLETTSVILLE, TN 37072
Telephone	6158554000
CIK	0000029534
Symbol	DG
SIC Code	5331 - Variety Stores
Industry	Retail (Specialty)
Sector	Services
Fiscal Year	02/01

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FORM 4

[ ] 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

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(f) 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 (Check all applicable)
Ravener Robert D	**DOLLAR GENERAL CORP [DG]**	_____ Director _____ 10% Owner
(Last) (First) (Middle) **100 MISSION RIDGE**	3. Date of Earliest Transaction (MM/DD/YYYY) **12/6/2011**	__ **X** __ Officer (give title below) _____ Other (specify below) **EVP & Chief People Officer**
(Street) **GOODLETTSVILLE, TN 37072**	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
(City) (State) (Zip)		

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

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**12/6/2011**		**M**		**27239**	**A**	**$7.9975**	**35749**	**D**	
Common Stock	**12/6/2011**		**F**		**12084.3561**	**D**	**$39.63**	**23664.6439**	**D**	
Common Stock	**12/6/2011**		**D**		**.6439**	**D**	**$39.63**	**23664**	**D**	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	**$7.9975**	**12/6/2011**		**M**			**27239**	(1)	**8/28/2018**	**Common Stock**	**27239**	**$ 0**	**57523** (2)	**D**	

Explanation of Responses:

(1) The securities reported in column 5 vested as to 4,762 shares on March 19, 2009, as to 11,048 shares on March 25, 2010, and as to 11,429 shares on August 25, 2009.

(2) The number of securities reported in this column represents (a) 45,713 options that are subject to time-vesting criteria, 22,857 of which are vested and the reaminder of which are scheduled to vest as to 50% on each of August 25, 2012 and August 25, 2013; and (b) 11,810 options which vested after the Issuer's satisfaction of certain performance-vesting criteria. The number of securities reported in this column does not include 29,522 options which are scheduld to vest on the Issuer's satisfaction of certain performance criteria for certain future fiscal years.

Reporting Owners

Reporting Owner Name / Address	Relationships			

	Director	10% Owner	Officer	Other
Ravener Robert D **100 MISSION RIDGE** **GOODLETTSVILLE, TN 37072**			**EVP & Chief People Officer**	

Signatures

/s/ Robert D. Ravener **12/8/2011**

** 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.