## Edgar Filing: DOLLAR GENERAL CORP - Form 4

	GENERAL CORP	•									
Form 4											
September											
FORM	<b>A</b> 4 UNITED	STATES					NGE CO	OMMISSION	OMB Number:	PROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHAN STATEMENT OF CHAN Filed pursuant to Section 1 Section 17(a) of the Public U				<ul> <li>ashington, D.C. 20549</li> <li>NGES IN BENEFICIAL OWNERSHIP OF SECURITIES</li> <li>16(a) of the Securities Exchange Act of 1934, Jtility Holding Company Act of 1935 or Section nvestment Company Act of 1940</li> </ul>					Expires:January 312005Estimated averageburden hours perresponse0.5		
<i>See</i> Inst 1(b).	ruction	50(11)	or the h	i vestinen	i Compu			, ,			
(Print or Type	Responses)										
ELLIOTT ANITA C Symbol			uer Name <b>and</b> Ticker or Trading l LAR GENERAL CORP [DG]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (	Middle)	3. Date of	of Earliest 7	Fransaction			(Check	all applicable	)	
100 MISSION RIDGE 09/14/2 (Street) 4. If Am				fonth/Day/Year) /14/2011				Director 10% Owner X_ Officer (give title Other (specify below) below) SVP & Controller			
			Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
GOODLET	TTSVILLE, TN 3	7072						_X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactic Code (Instr. 8) Code V		ed of (	5) 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 Ownership (Instr. 4)	
Common Stock	09/14/2011			S	18,674	D	\$ 33.7075 (1)	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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Secur	le and unt of rlying ities (1, 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Add	lress	Relationships							
	Director	10% Owner	Officer	Other					
ELLIOTT ANITA C 100 MISSION RIDGE GOODLETTSVILLE, TN 3	37072		SVP & Controller						
Signatures									
/s/ Anita C. Elliott	09/16/2011								
<u>**</u> Signature of	Date								

## Reporting Person **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 \$34.75 secondary public offering price per share of the Issuer's common stock less the underwriting discount (1) of \$1.0425 per share.

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.