#### **DOLLAR GENERAL CORP**

Form 4 April 03, 2007

## FORM 4

## **OMB APPROVAL OMB**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

3235-0287 Number: January 31, Expires: 2005

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

Form 5 obligations may continue.

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

2 Jasuar Nama and Tiakar or Trading

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock

04/02/2007

(Print or Type Responses)

1. Name and Address of Reporting Person \*

	PERDUE DAVID A		Symbo	suer Name <b>and</b> Ticker or Trading ol LLAR GENERAL CORP [DG]	Issuer (Check all applicable)					
(Last) (First) (Middle) 100 MISSION RIDGE			(Month	te of Earliest Transaction th/Day/Year) 2/2007	_X_ Director _X_ Officer (give title below)	X Director 10% Owner X Officer (give title Other (specify				
		(Street)		Amendment, Date Original Month/Day/Year)	6. Individual or Joint/C Applicable Line) _X_ Form filed by One R	1 0,				
GOODLETTSVILLE, TN 37072					Form filed by More t Person	Form filed by More than One Reporting Person				
	(City)	(State)	(Zip) Ta	<b>Sable I - Non-Derivative Securities A</b>	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)	Code (Instr. 3, 4 and 5)	Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)				
	Common Stock	04/02/2007		Code V Amount (D)  F 4 171 9585 D	Price (Instr. 3 and 4) 3 103,700.0415	D				

0.0415

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

D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

103,700 (1)

D

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration Date	Title N	r Jumber		
						Exercisable		Title Nur			
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Daladianahina

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

PERDUE DAVID A 100 MISSION RIDGE

X

Chairman & CEO

GOODLETTSVILLE, TN 37072

# **Signatures**

/s/ Susan S. Lanigan, By Power of Attorney

04/03/2007

\*\*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).
- (1) Includes 15,773 shares of unvested restricted stock previously granted to the reporting person which is scheduled to vest on April 2, 2008. 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.

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