DOLLAR GENERAL CORP

Form 4

September 03, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * CALBERT MICHAEL M

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

DOLLAR GENERAL CORP [DG]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Check all applicable)

100 MISSION RIDGE

3. Date of Earliest Transaction

(Month/Day/Year) 06/01/2015

_X__ Director Officer (give title

10% Owner Other (specify

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

GOODLETTSVILLE, TN 37072

(City)	(State)	(Zip) 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. Transactio Code (Instr. 8)		4. Securities Acquired (A) onor Disposed of (D) (Instr. 3, 4 and 5) (A) or			Beneficially Form: Owned Direct Following or Indi Reported (I) Transaction(s) (Instr.	Ownership Form: Direct (D) or Indirect	: Beneficial tt (D) Ownership direct (Instr. 4)	
Common Stock	04/22/2015		Code A	v V	Amount 10.8477 (1)	(D)	Price \$ 0	(Instr. 3 and 4) 17,164.8477	D		
Common Stock	06/01/2015		S		0.0299 (2)	D	\$ 72.81	17,164.8178	D		
Common Stock	07/01/2015		A	V	14.1511 (1)	A	\$ 0	17,178.9689	D		
Common Stock	09/01/2015		P		30,000	A	\$ 72.745 (3)	47,178.9689	D		
Common Stock	09/02/2015		P(4)		8,000	A	\$ 71.445	55,178.9689	D		

Edgar Filing: DOLLAR GENERAL CORP - Form 4

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.

SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans

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. Titl	le and	8. Price of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorNumber	Expiration Date		Amou	int of	Derivative	į
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	8) Derivativ			Securities		(Instr. 5)	Ī
		Derivative				Securities			(Instr. 3 and 4)			
		Security				Acquired						1
						(A) or						į
						Disposed						
						of (D)						
						(Instr. 3,						
						4, and 5)						
										Amount		
						Date	Expiration		or Number			
							Exercisable	Date				
				C-1- V	(A) (D)				of			
					Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CALBERT MICHAEL M
100 MISSION RIDGE X
GOODLETTSVILLE, TN 37072

Signatures

/s/ Christine L. Connolly, Attorney-in-Fact

09/03/2015

**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) Additional restricted stock units, which were acquired through dividend equivalent rights, representing the right to receive shares of common stock upon vesting.
- (2) Represents the cashout of a fractional share resulting from the vesting of certain restricted stock units.
- The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$72.25 to \$73.00, inclusive. The reporting person undertakes to provide Dollar General Corporation, any security holder of Dollar General Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to this Form 4.

(4)

Reporting Owners 2

Edgar Filing: DOLLAR GENERAL CORP - Form 4

The reporting person's purchase of common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 0.0299 shares, with the reporting person's sale of 0.0299 shares of common stock on June 1, 2015. The reporting person has agreed to pay to Dollar General Corporation, upon settlement of the purchase, \$0.04, representing the full amount of the profit realized in connection with the short-swing transaction.

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.