

DOLLAR GENERAL CORP  
Form SC 13G/A  
February 14, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

**Dollar General Corporation**  
(Name of Issuer)

Common Stock, par value \$0.875 per share  
(Title of Class of Securities)

256677 105  
(CUSIP Number)

December 31, 2010  
(Date of Event which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 256677 105

1. Name of Reporting Person

KKR Fund Holdings L.P.

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares

6. Shared Voting Power

beneficially

owned by

241,997,057\*

each

7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

241,997,057\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

70.9%\*

12. Type of Reporting Person (See Instructions)

PN

\* Represents the aggregate number of shares of common stock of Dollar General Corporation held by Buck Holdings, L.P., the parent of Dollar General Corporation. See Item 4 hereof.

CUSIP No. 256677 105

1. Name of Reporting Person

KKR 2006 Fund L.P.

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares

6. Shared Voting Power

beneficially

owned by

241,997,057\*

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7. Sole Dispositive Power

reporting

person

-0-

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241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

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70.9%\*

12. Type of Reporting Person (See Instructions)

PN

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CUSIP No. 256677 105

1. Name of Reporting Person

KKR Associates 2006 LP

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares

6. Shared Voting Power

beneficially

owned by

241,997,057\*

each

7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

299,713,583\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

70.9%\*

12. Type of Reporting Person (See Instructions)

PN

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CUSIP No. 256677 105

1. Name of Reporting Person

KKR 2006 GP LLC

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares 6. Shared Voting Power

beneficially

owned by

241,997,057\*

each 7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

241,997,057\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

70.9%\*

12. Type of Reporting Person (See Instructions)

OO

\* Represents the aggregate number of shares of common stock of Dollar General Corporation held by Buck Holdings, L.P., the parent of Dollar General Corporation. See Item 4 hereof.

CUSIP No. 256677 105

1. Name of Reporting Person

KKR Fund Holdings GP Limited

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

Number of

-0-

shares 6. Shared Voting Power

beneficially

owned by

241,997,057\*

each 7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

241,997,057\*

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

70.9%\*

12. Type of Reporting Person (See Instructions)

OO

\* Represents the aggregate number of shares of common stock of Dollar General Corporation held by Buck Holdings, L.P., the parent of Dollar General Corporation. See Item 4 hereof.

CUSIP No. 256677 105

1. Name of Reporting Person

KKR Group Holdings L.P.

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

Number of

-0-

shares 6. Shared Voting Power

beneficially

owned by

241,997,057\*

each 7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

241,997,057\*

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70.9%\*

12. Type of Reporting Person (See Instructions)

PN

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CUSIP No. 256677 105

1. Name of Reporting Person

**KKR Group Limited**

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

**Cayman Islands**

5. Sole Voting Power

Number of

**-0-**

shares 6. Shared Voting Power

beneficially

owned by

**241,997,057\***

each 7. Sole Dispositive Power

reporting

person

**-0-**

8. Shared Dispositive Power

with

**241,997,057\***

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70.9%\*

12. Type of Reporting Person (See Instructions)

OO

\* Represents the aggregate number of shares of common stock of Dollar General Corporation held by Buck Holdings, L.P., the parent of Dollar General Corporation. See Item 4 hereof.

CUSIP No. 256677 105

1. Name of Reporting Person

KKR & Co. L.P.

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares 6. Shared Voting Power

beneficially

owned by

241,997,057\*

each 7. Sole Dispositive Power

reporting

person

-0-

8. Shared Dispositive Power

with

241,997,057\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person

241,997,057\*

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70.9%\*

12. Type of Reporting Person (See Instructions)

PN

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CUSIP No. 256677 105

1. Name of Reporting Person

KKR Management LLC

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

shares

6. Shared Voting Power

beneficially

owned by

241,997,057\*

each

7. Sole Dispositive Power

reporting

person

-0-

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12. Type of Reporting Person (See Instructions)

OO

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CUSIP No. 256677 105

1. Name of Reporting Person

Henry R. Kravis

2. Check the Appropriate Box if a Member of a Group

(a)  (b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States

5. Sole Voting Power

Number of

shares

-0-

beneficially

6. Shared Voting Power

owned by

each

241,997,057\*

reporting

7. Sole Dispositive Power

person

with

-0-