

DOLLAR GENERAL CORPORATION

EXECUTIVE COMMITTEE CHARTER

(Adopted by the Board of Directors on July 20, 2007; Amended September 20, 2007)

1. Purpose

The primary function of the Executive Committee (the "Committee") is to exercise the powers of the Board of Directors (the "Board") of Dollar General Corporation (the "Corporation"), except as limited by law, between regularly scheduled Board meetings, when it is not practical or feasible for the Board to meet, or as otherwise set forth herein or directed by the Board.

2. Committee Membership

The Committee shall consist of no less than two and no more than four regular members of the Board including the Chairman of the Board of the Corporation and others who shall be appointed by the Board. Each member of the Committee shall have one vote on all matters except that any action of the Committee shall require the approval of at least one member who is a designee of KKR 2006 Fund L.P. Irrespective of any rejection of, or tie with respect to, any matter considered by the Committee, such matter may be referred directly to the Board. In addition, any Committee member has the right, at any time, to refer any matter considered by the Committee to the Board. The Board may fill vacancies among the regular members of the Committee by appointment from among its members. Members of the Committee may be removed by the Board at any time. Two full votes shall constitute a quorum.

3. Committee Structure and Operations

The Chairman of the Board shall be the Chair of the Committee. The Committee shall fix its own rules of procedure and shall meet where and as provided by such rules or by resolution of the Committee. In addition, the Chair of the Committee may call a special meeting at any time.

The Secretary of the Corporation shall be the Secretary of the Committee unless the Committee designates otherwise.

In the absence of the Chair during any Committee meeting, the Committee may designate a Chair pro tempore.

Subject to and in accordance with Section 2, the Committee shall act only on the affirmative vote of a majority of the members at a meeting or by unanimous written consent in accordance with the terms of the Corporation's Bylaws.

Minutes of each Committee meeting and records of all other Committee actions shall be prepared by the Secretary of the Corporation or, if the Secretary is not present at the meeting, any person appointed by the Chairman of the Committee, and shall be retained with the permanent records of the Corporation.

Whenever at any meeting of the Executive Committee any member of the Committee expresses the judgment that any matter under consideration should be referred to the entire Board for consideration, it shall be so referred.

4. Committee Activities

The Committee shall: (a) have and may exercise the powers of the Board, other than those powers reserved for the entire Board or another committee of the Board under applicable law or regulations, the charter of another committee of the Board, the Corporation's charter or bylaws and except as limited by the Tennessee Business Corporation Act; (b) oversee and review the overall executive and director compensation and benefits policies of the Company, which shall include setting compensation levels for executive officers of the Company ("Executive Officers"), and other specified key employees of the Company and its subsidiaries as determined by the Committee after consultation with the Chief Executive Officer ("Officers"), and members of the Board of Directors of the Company ("Directors"), and (c) take such other action and do such other things as may be referred to it from time to time by the Board.

5. Committee Evaluation

The Committee will annually complete a self-evaluation of the Committee's own performance and effectiveness, and will consider whether any changes to the Committee's charter are appropriate.

6. Committee Reports

The Chair of the Committee will report regularly to the entire Board on the Committee's activities, findings, and recommendations, including the results of the Committee's self-evaluation and any recommended changes to the Committee's charter.

7. Resources and Authority of the Committee

The Committee has the authority to retain such outside advisors, including legal counsel or other experts, as it deems appropriate, and to approve the fees and expenses of such advisors.