

**UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
Securities and Exchange Commission**

v.

**Dollar General Corporation, et al
Civil Case No. 3:05 0283 (WJH)**

SUMMARY DISTRIBUTION PLAN NOTICE OF SEC FAIR FUND TO DOLLAR GENERAL INVESTORS

If you purchased Dollar General Securities (as defined below) or sold put options on Dollar General Securities between June 16, 1998 and January 14, 2002 inclusive, you may be eligible for compensation.

**PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.
YOU MAY BE ELIGIBLE FOR RECOVERY FROM THE SEC FAIR FUND. THIS NOTICE CONTAINS
IMPORTANT INFORMATION REGARDING YOUR RIGHTS**

What this Case is About

On April 7, 2005, the SEC filed its Complaint in this action alleging that from June 16, 1998 through January 14, 2002, Dollar General Corporation, Inc. ("Dollar General"), Hurley Calister Turner, Jr., Brian M. Burr, Randy S. Sanderson, and Bobby R. Carpenter (collectively, the "Defendants") defrauded investors by engaging in a scheme to overstate Dollar General's earnings by millions of dollars in violation of the federal securities laws.

Without admitting or denying the allegations in the Commission's Complaint, the Defendants consented to Final Judgments entered by the United States District Court for the Middle District of Tennessee (the "Court") on April 14, 2005 and April 11, 2006 (the "Final Judgments"). As required by those Final Judgments, the Defendants together paid to the Clerk of the Court disgorgement and prejudgment interest of \$877,786.17 and civil penalties totaling \$11,740,824 (together, the "Dollar General Settlement Funds."). Pursuant to the Final Judgments, the Clerk of the Court deposited the Dollar General Settlement Funds into an interest-bearing account with the Court Registry Investment System ("CRIS"). In addition, on June 29, 2007, the Court ordered the Clerk of the Court to accept and deposit with the Dollar General Settlement Funds, \$7,000,000 in funds from International Business Machines Corporation ("IBM") undertaken in a related administrative action.

The Final Judgments provided that the Commission may propose a plan to distribute the Dollar General Settlement Funds pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002. On June 29, 2009, the Commission submitted its Motion for Creation of a Fair Fund and Appointment of a Distribution Agent, pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002. On July 2, 2009, the Court granted the Commission's motion and entered an Order Authorizing the Creation of a Fair Fund and Appointing a Distribution Agent (the "Order"). The SEC Fair Fund includes all of the funds the Defendants and IBM paid to the Clerk of the Court pursuant to the Final Judgments, plus accrued interest. The Order also appointed The Garden City Group, Inc. ("GCG") as Distribution Agent to prepare, in consultation with the staff of the SEC, a plan of distribution for the SEC Fair Fund pursuant to which monies in it will be distributed to investors harmed by the violations alleged in the Complaint. The Order also authorizes the Distribution Agent to implement the distribution of the SEC Fair Fund to approved claimants in coordination with the staff of

the SEC, pursuant to the Plan of Distribution, subject to oversight by the Court.

The Court approved the Distribution Plan on October 20, 2010.

Who is Eligible for Compensation

If you purchased Dollar General Securities or sold put options on Dollar General Securities between June 16, 1998 and January 14, 2002 inclusive, you may be eligible for full or partial recovery of losses you incurred.

How to Obtain Compensation

If you submitted a proof of claim form in the class action settlement of *In re Dollar General Securities Litigation*, Civil Action No. 3:01-0388 (M.D. Tenn) (WJH) (the "*Dollar General Class Action*") and your claim was approved for a recovery, you do not need to submit an additional Proof of Claim form to be eligible to participate in the SEC Fair Fund. However, if you made additional purchases of Dollar General Securities and/or sold put options on Dollar General Securities during the Recovery Period or did not submit a Proof of Claim that was approved in the *Dollar General Class Action*, you must submit a completed Proof of Claim form with the necessary documentation by April 2, 2011 to be Eligible to recover from the SEC Fair Fund. In addition, you may download and print the Proof of Claim Form from the SEC Fair Fund's website, www.dollargeneralsecsettlement.com and you may file your claim directly through the website and following the instructions for online claims filing. You may also request copies of Proof of Claim forms by calling the SEC Fair Fund's toll-free hotline at 1(866) 291-4517 in the United States or by email at Questions@dollargeneralsecsettlement.com.

Submit completed Proof of Claim Forms either directly through the SEC Fair Fund's website: www.dollargeneralsecsettlement.com or to:

**SEC/Dollar General Fair Fund
c/o The Garden City Group, Inc.
P.O. Box 9513
Dublin, OH 43017-4813
1-866-291-4517**

If you have any questions, you may call 1(866) 291-4517 in the United States, send an email to Questions@dollargeneralsecsettlement.com, or visit www.dollargeneralsecsettlement.com.

www.dollargeneralsecsettlement.com

1-866-291-4517

| MECHANICAL SPECIFICATIONS | |
|---|---|
| File Name: DGC_Master.indd | Body Copy Font Size/Leading: 7/8 |
| Publication: Wall Street Journal | Total Word Count: 832 |
| Ad Unit: 4C x 7 | Create Date/Time: 11/19/10 10:20 am pt |
| Headline Font: Arial | Operator: KS |
| Headline Font Size/Leading: 7/8 | Last Edit Time: 11/24/10 at 1:00 pm pt |
| Body Copy: Times Lt Std | Operator: KS |