

# **DOLLAR GENERAL CORP**

Reported by  
**TURNER CAL /TN**

## **FORM 5**

(Annual Statement of Changes in Beneficial Ownership)

Filed 03/19/01 for the Period Ending 03/19/01

Address	100 MISSION RIDGE GOODLETTSVILLE, TN, 37072
Telephone	6158554000
CIK	0000029534
Symbol	DG
SIC Code	5331 - Retail-Variety Stores
Industry	Discount Stores
Sector	Consumer Cyclical
Fiscal Year	02/02

# DOLLAR GENERAL CORP

## FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 3/19/2001 For Period Ending 3/19/2001

Address	100 MISSION RIDGE GOODLETTSVILLE, Tennessee 37072
Telephone	615-855-4000
CIK	0000029534
Industry	Retail (Specialty)
Sector	Services
Fiscal Year	01/31

# U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

## FORM 5

### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

Turner, Cal Hr. Jr.,

(Last) (First) (Middle)

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**100 Mission Ridge**

(Street)

Goodlettsville, TN 37072

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

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**Dollar General Corporation DG**

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

January 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer  
(Check all applicable)

Director  10% Owner

Officer (give title below)  Other (specify below)

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**Chairman of the Board & CEO**

7. Individual or Joint/Group Filing  
(Check applicable line)

Form filed by one Reporting Person

Form filed by more than one Reporting Person



Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)			
Common Stock					5,156,001	D	
Common Stock					10,265	D	IRA
Common Stock					727,587	I	Spouse
Common Stock					2,826,456	I	TTEE TF FDN
Common Stock					50,065,030	I	COTTEE TCT
Common Stock					1,293,620	I	COTTEE HCT TR
Common Stock					1,531,180	I	COTTEE JST TR
Common Stock					1,881,036	I	COTTEE LJJD TR
Common Stock					1,881,513	I	COTTEE ECT TR
Common Stock					142,907	I	COTTEE HCT 99
Common Stock					272,779	I	COTTEE DUGAS TR
Common Stock					43,743	I	COTTEE LJD FDN
Common Stock					98,058	I	COTTEE LWC FDN
Common Stock					82	J	COTTEE CTS ESTATE
Common Stock							

\* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 5-07/99)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion cisable Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Year (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
Stock Option	17.75	4/20/00	A	228,879	4/20/00	4/20/00	Common Stock	228,878	228,878	D	
Stock Option	17.312	9/27/00	A	71,525	9/27/00	9/27/00	Common Stock	71,525	71,525	D	

Explanation of Responses:

Cal H. Turner Jr.

3/19/2001

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.  
If space provided is insufficient, see Instruction 6 for procedure.

End of Filing

