

DOLLAR GENERAL CORP

Reported by CARPENTER BOB

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/12/99 for the Period Ending 09/30/99

Address 100 MISSION RIDGE

GOODLETTSVILLE, TN, 37072

Telephone 6158554000

CIK 0000029534

Symbol DG

SIC Code 5331 - Retail-Variety Stores

Industry Discount Stores

Sector Consumer Cyclicals

Fiscal Year 02/02

DOLLAR GENERAL CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/12/1999 For Period Ending 9/30/1999

Address 100 MISSION RIDGE

GOODLETTSVILLE, Tennessee 37072

Telephone 615-855-4000 CIK 0000029534

Industry Retail (Specialty)

Sector Services Fiscal Year 01/31



UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person CARPENTER, BOBBY R.

104 WOODMONT BLVD. STE 300 NASHVILLE, TN 37205

2. Issuer Name and Ticker or Trading Symbol

DOLLAR GENERAL CORPORATION

DG

- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 9/99
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below) EXEC. VICE PRESIDENT & CHEIF ADMINISTRATIVE OFFICER
- 7. Individual or Joint/Group Filing (Check Applicable Line) (X) Form filed by One Reporting Person () Form filed by More than One Reporting Person

. Title of Security		3. saction Code V	A/	A) Price	5.Amount of Securities Beneficially Owned at End of Month	6.Dir ect (D)or Indir ect(I	Beneficial Ownership
COMMON STOCK					156250	D	
COMMON STOCK					6482	I	401K
COMMON STOCK					402910	I	TTEE 1994 TURNER III TRU

e Securit	ites A	cquirec	i, Disposed o	oi, c	r Bene	icial.	ly Owned					
2.Con-	3.	4.	5.Number of	De	6.Date	e Exer	7.Title and	Amount	8.Price	9.Number	10.	11.Nature of
version	Trans	action	rivative S	cisab	le and	of Underly	ing	of Deri	of Deriva	Dir	Indirect	
or Exer	İ		rities Acq	rities Acqui		ation	Securities		vative	tive	ect	Beneficial
cise			red(A) or	red(A) or Dis		Month/	!		Secu	Securities	(D)	Ownership
Price of			posed of(I	osed of(D)		ear)			rity	Benefi	or	
Deriva-					Date	Expir				ficially	Ind	
tive				A/	Exer-	ation	Title and	Number		Owned at	lire	
Secu-				D	cisa-	Date	of Shares			End of	ct	
rity	Date	Code \	7 Amount		ble					Month	(I)	
4.0257					6/1/2 003		COMMON STOCK	68838		68838	D	
27.25			7 31643	A	1			31643 	 	31643	D 	
27.25 	1	! !	7 15818	A				15818 	 	15818 	D 	
	2.Con- version or Exer cise Price of Deriva- tive Secu- rity 4.0257 	2.Con- 3.	2.Con- 3. 4. version Transaction or Exer cise Price of Deriva- tive Secu- rity Date Code V	2.Con- 3. 4. 5.Number of rivative S rities Acc red(A) or	2.Con- 3. 4. 5.Number of De version Transaction rivative Secu or Exer rities Acqui cise red(A) or Dis Price of posed of(D) Live A/ Secu- D rity Date Code V Amount 4.0257 27.25 04/01 A V 31643 A 27.25 04/01 A V 15818 A	2.Con- 3. 4. 5.Number of De 6.Date version Transaction rivative Secu cisable or Exer rities Acqui Expiration cise red(A) or Dis Date (Expiration Price of posed of (D) Day/Ye Deriva- Live Secu- rity Date Code V Amount ble 4.0257	2.Con- 3. 4. 5.Number of De 6.Date Exer version Transaction rivative Secu cisable and or Exer rivative Secu cisable and or Exer rivative Secu cisable and or Exer rivative Secu Expiration Expiration Date Expiration Date Expiration Date Expirative A/Exer- ation Secu- D Cisa- Date Code V Amount Die Date Code V Amount Date Code V Code Code V Code V Code Code Code V Code C	2.Con- 3. 4. 5.Number of De 6.Date Exer 7.Title and version Transaction rivative Secu cisable and of Underly or Exer rities Acqui Expiration Securities cise red(A) or Dis Date(Month/ Price of posed of(D) Day/Year) Date Expir Date Expir Expir Date Expir Date Expir Date Expir Date Expir Date Expir Date Expir Date Expir Date Expir Date Expir Date Expir	2.Con- 3. 4. 5.Number of De 6.Date Exer 7.Title and Amount version Transaction rivative Secu cisable and of Underlying or Exer rities Acqui Expiration Securities cise red(A) or Dis Date(Month/ Price of posed of(D) Day/Year) Date Expir tive A/ Exer- ation Title and Number Secu- D cisa- Date of Shares rity Date Code V Amount ble	2.Con- 3. 4. 5.Number of De 6.Date Exer 7.Title and Amount 8.Price version Transaction rivative Secu cisable and of Underlying of Deri or Exer rities Acqui Expiration Securities vative cise red(A) or Dis Date (Month/ Secu Price of posed of(D) Day/Year) Date Expir tive A/ Exer- ation Title and Number Secu D cisa- Date of Shares rity Date Code V Amount D cisa- Date of Shares	2.Con- 3. 4. 5.Number of De 6.Date Exer 7.Title and Amount 8.Price 9.Number version Transaction rivative Secu cisable and of Underlying of Deri of Deriva or Exer rities Acqui Expiration Securities vative tive cise red(A) or Dis Date Month Secu Securities Secu Securities Price of posed of (D) Day/Year) Date Expir ficially Expiration Title and Number Owned at Secu D D Day Date Date	version Transaction rivative Secu cisable and of Underlying of Deri of Deriva Dir or Exer

EQUITY SWAP (OBLIGATION TO SELL)	29.31	9/28/ 99	J (1)	1		9/28/ 99	 	COMMON	STOCK	68670	(1) 	68670 	D	
STOCK OPTION	6.8813 					1	3/27/ 2005	COMMON	STOCK	21936	 	21936 	D 	
STOCK OPTION	6.8813 					1	3/27/ 2005	COMMON	STOCK	30246	 	30246	D 	
STOCK OPTION	7.8643 						3/25/ 2006		STOCK	83782		83782 	D 	
STOCK OPTION	7.8634 						3/25/ 2006	COMMON	STOCK	41887		41887	D 	
STOCK OPTION	7.8634 						3/25/ 2006		STOCK	31418		31418	D 	
STOCK OPTION	13.4144						3/25/ 2007		STOCK	51877		51877 	D	
STOCK OPTION	13.4144 					1	3/21/ 2007		STOCK	25938		25938	D 	
STOCK OPTION	14.0288 						6/2/2 007		STOCK	19453		19453 	D 	
STOCK OPTION	23.60						4/27/ 2008		STOCK	28772		28772	D 	
STOCK OPTION	23.60					1	4/27/ 2008		STOCK	14382	 	14382 	D 	
STOCK OPTION	24.80					6/1/1 998		COMMON	STOCK	10788	 	10788 	D 	

Explanation of Responses:

(1) Reporting person entered into an equity swap agreement with a securities broker under which the reporting person may be required to to (a) pay to the broker the market value of the pledged common stock or (b) transfer ownership of the the pledged common stock upon termination of the agreement.

SIGNATURE OF REPORTING PERSON

/s/ BOB CARPENTER DATE 10/7/99

End of Filing



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