

DOLLAR GENERAL CORP

Reported by WARNER ROBERT I

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/10/99 for the Period Ending 05/31/99

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 6/10/1999 For Period Ending 5/31/1999

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 WARNER, ROBERT I 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

MAY 1999

- 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) VICE PRESIDENT
- 7. Individual or Joint/Group Filing (Check Applicable Line) (X) Form filed by One Reporting Person () Form filed by More than One Reporting Person

1. Title of Security	1	3. saction	4.Securities Acqu or Disposed of 			5.Amount of Securities Beneficially Owned at	6.Dir ect (D)or Indir	7.Nature of Indirect Beneficial Ownership 	
	Date	Code	 Amount	1 1	Price	End of Month	ect(I)		
COMMON STOCK						32910	D	T	
COMMON STOCK			 			9747	I	SPOUSE	
COMMON STOCK	 	 	 	 		2062 	I	SPOUSE AS CUST FOR CHILD'	

Table II Derivativ	e Securit	ites A	cquir	ed,	, Disposed o	f, o	r Bene	ficial	ly Owned	1					
1.Title of Derivative Security	2.Con- version or Exer cise Price of Deriva- tive Secu- rity	Trans	 		5.Number of rivative S rities Acq red(A) or posed of(D	ecu ui Dis	cisab Expir Date(Day/Y	le and ation Month/ ear) Expir ation	Secur Tit]	nderly: rities	ing Number	of Deri vative Secu rity 	9.Number of Deriva tive Securities Benefi ficially Owned at End of Month	Dir ect	i i
STOCK OPTION	.7125	5/12/ 1999	M	V	13175	D	11/1/ 98	2/1/2	COMMON	STOCK	0	.7125	0	D 	<u> </u>
STOCK OPTION	.7125 	5/12/ 1999	M 	V 	11200 	D 	11/1/ 98	2/1/2 001	COMMON	STOCK	35725 	.7125 	37525 	D 	
STOCK OPTION	2.8722	 	 	 	 	 		11/19 /02	COMMON	STOCK	 47491 	2.8722	47491 	D	
STOCK OPTION	4.0265		 		 			12/1/ 03	COMMON	STOCK	39335 	4.0265	39335 	D 	
STOCK OPTION	4.0265				 			12/01	COMMON	STOCK	32776	4.0265	32776	D	

	1 1 1		1 1 1	/03	1	ļ	l	1	I	1 1 !
STOCK OPTION	4.0265		1 1 1	12/01 /03	!	STOCK		4.0265	!	D
STOCK OPTION	4.0265				COMMON			4.0265		D
STOCK OPTION	4.0265		1 1 1	/03	j	į	İ	4.0265	İ	D
STOCK OPTION	4.9912		1 1 1	3/21/		STOCK	9827	4.9912		D
STOCK OPTION	4.9912		1 1 1	3/21/	!	STOCK	12285	4.9912	12285 	D
STOCK OPTION	4.9912		1 1 1	 3/21/ 04	:	STOCK	 15418 	4.9912 	15418 	D
STOCK OPTION	6.8813				 COMMON			6.8813 	 25040 	 D
STOCK OPTION	6.8813		1 1 1	: :	COMMON	STOCK	12527 	6.8813 	12527 	D
STOCK OPTION	6.8813		1 1 1	 3/27/ 05	!	STOCK	9400	6.8813 	9400	D
STOCK OPTION	7.8643		: : :	! ' !	COMMON		24183	7.8643 	24183	D
STOCK OPTION	7.8643				COMMON	<u>-</u>	12088	7.8643 	12088	D
STOCK OPTION	7.8643			3/25/			9066	7.8643 	9066	D
STOCK OPTION	13.4144			3/21/		STOCK	14746	13.4144 	 14746 	D
STOCK OPTION	13.4144			3/21/		STO K	7371	13.4144	7371 	D
STOCK OPTION	14.0288				COMMON		5527	14.0288 	 5527 	 D
STOCK OPTION	16.6912				COMMON :		3710	16.6912 	3710	D
STOCK OPTION	16.6912				COMMON :		2582	- <u>'</u> <u>'</u> 16.6912 	 2582 	 D
STOCK OPTION	16.6912			· 	COMMON :	STOCK	1858 	16.6912 	 1858 	-' D
STOCK OPTION	16.6912		1 1 1	 8/25/ 07	!	STOCK	 1291 	16.6912 16.6912 	 1291 	 D
STOCK OPTION	16.6912		<u>-</u> <u>-</u>	 8/25/	 COMMON			- <u>'</u> <u>'</u> 16.6912 	 1390 	-'' D
STOCK OPTION	16.6912			8/25/	COMMON	STOCK	970	16.6912 		 D
STOCK OPTION	23.6			4/27/		STOCK	9178			 D
STOCK OPTION	23.6			4/27/	COMMON	STOCK		23.6	4593	 D
STOCK OPTION	24.8			 6/1/0		STOCK	3445	24.8		
STOCK OPTION	18.5		 	 11/16	COMMON	STOCK		18.5		 D
STOCK OPTION	18.5			 11/16	COMMON	STOCK		18.5		
STOCK OPTION	18.5		: . [. [:		COMMON			 18.5 	8711	
STOCK OPTION	18.5		i i	· 	COMMON	STOCK	10061	 18.5 	10061	
STOCK OPTION	18.5			 11/16				 18.5 	 7441 	
STOCK OPTION	18.5			 11/16		STOCK	4351	 18.5 	 4351 	 D
STOCK OPTION						<u>-</u>	 7551	18.5	 7551	 D

STOCK OPTION	18.5						11/16 /08	COMMON	STOCK	5577 	18.5	5577 	D	
STOCK OPTION	18.5				 		11/16 /08	COMMON	STOCK	3265 	18.5 	3265 	D 	
STOCK OPTION	18.5				 		11/16 /08	COMMON	STOCK	8711 	18.5 	8711 	D 	
STOCK OPTION	18.5				 		11/16 /08	COMMON	STOCK	4351 	18.5 	4351 	D 	
STOCK OPTION	18.5				 		11/16 /08	COMMON	STOCK	14878 	18.5 	14878 	D 	
STOCK OPTION	18.5				 		11/16 /08	COMMON	STOCK	7441 	18.5 	7441 	D 	

Explanation of Responses:

Share amounts and prices have been adjusted for the five for four common stock split distributed on May 24,

1999.

SIGNATURE OF REPORTING PERSON

/S/ BOB CARPENTER FOR R. WARNER DATE 6/10/99

End of Filing



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