

# **DOLLAR GENERAL CORP**

Reported by  
**O BRIANT STONIE R**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 03/10/99 for the Period Ending 02/28/99

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

# DOLLAR GENERAL CORP

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 3/10/1999 For Period Ending 2/28/1999

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

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Corporate Sales: 212-457-8200



TABLE II - Derivative Securities Acquired, Disposed of, Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible security)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Mon/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	(A)	(D)	Date Exbl.	Exp. Date					
Stock Option	\$5.0332						06/01 2003	12/01 2003	Common Stock	22410	22410	D	
Stock Option	\$8.6016						09/27 2004	03/27 2005	Common Stock	8731	8731	D	
Stock Option	\$8.8474						04/01 1998	08/21 2005	Common Stock	1698	1698	D	
Stock Option	\$8.8474						04/01 1998	08/21 2005	Common Stock	4071	4071	D	
Stock Option	\$8.8474						04/01 1998	08/21 2005	Common Stock	3050	3050	D	
Stock Option	\$9.8304						09/25 1905	03/25 2006	Common Stock	24356	24356	D	
Stock Option	\$9.8304						03/25 1999	03/25 2006	Common Stock	18266	18266	D	
Stock Option	\$9.8304						09/25 2005	03/25 2006	Common Stock	48715	48715	D	
Stock Option	\$16.7680						09/21 2006		Common Stock	30565	30565	D	
Stock Option	\$16.7680						09/21 1906	03/21 2007	Common Stock	15282	15282	D	

Explanation of Responses:

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/STONIE R. O'BRIANT

03/10/1999

\*\*Signature of Reporting Person

Date

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

SEC 1474 (7-96)

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMD Number





