

DOLLAR GENERAL CORP

Reported by
TURNER CAL /TN

FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 03/13/00 for the Period Ending 01/28/00

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 3/13/2000 For Period Ending 1/28/2000

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 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

TURNER, JR., CAL
100 MISSION RIDGE GOODLETTSVILLE, TN 37072

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 1/28/00

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director (X) 10% Owner (X) Officer (give title below) () Other (specify below) CHAIRMAN & CEO

7. Individual or Joint/Group Reporting (Check Applicable Line) (X) 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned at End of Year	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	A/ D	Price		
COMMON STOCK					1868779	D	
COMMON STOCK					465656	I	SPOUSE
COMMON STOCK					321490	I	TTEE TF FDN
COMMON STOCK					38474605	I	COTTEE TCT
COMMON STOCK	10/27/99	G	390000	D	78447	I	COTTEE TFLWC
COMMON STOCK					206027	I	EXECUTOR
COMMON STOCK					6975	I	BY 401K TRUST
COMMON STOCK					400000	I	TTEE HCT GRAT

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Year	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
				Amount	A/ D	Title and Number of Shares				

STOCK OPTION	29.875	6/7/9	A	32960	A	6/7/0	6/7/0	COMMON STOCK	32960	32960	D
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**Explanation of Responses:
SIGNATURE OF REPORTING PERSON**

/S/ C. TURNER, JR.
DATE
3/10/00

End of Filing



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