

DOLLAR GENERAL CORP

Reported by
HOLLAND JOHN B

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/10/00 for the Period Ending 12/31/99

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

DOLLAR GENERAL CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 2/10/2000 For Period Ending 12/31/1999

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

HOLLAND, JOHN B.

**100 MISSION RIDE
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

JANUARY 2000

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

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

7. Individual or Joint/Group Filing (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. Transaction Code	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
			Amount	A/ D Price				
COMMON STOCK	1/18/2000	S	12000	D	22.5625	216,990	D	
COMMON STOCK						76826	I	SPOUSE

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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
				Amount	A/ D	Exercisable Date	Expiration Date					
STOCK OPTION	.7125					02/01/1992	02/01/2001	COMMON STOCK	109452	109452	D	
STOCK OPTION	5.3739					01/12/1997	01/12/2006	COMMON STOCK	11160	11160	D	
STOCK OPTION	13.4144					03/21/1998	03/21/2007	COMMON STOCK	4471	4471	D	

STOCK OPTION	22.784					02/23/1999	02/23/2008	COMMON STOCK	2633		2633	D
STOCK OPTION	22.0504					2/22/2000	2/22/2009	COMMON STOCK	2721		2721	D

**Explanation of Responses:
SIGNATURE OF REPORTING PERSON**

/S/ J. HOLLAND
DATE
2/10/2000

End of Filing



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