

DOLLAR GENERAL CORP

Reported by
WARNER ROBERT I

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/10/99 for the Period Ending 10/31/99

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 11/10/1999 For Period Ending 10/31/1999

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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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 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
 OCTOBER 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

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						9747	I	SPOUSE
COMMON STOCK						2062	I	SPOUSE AS CUST FOR CHILD'S UGMA
COMMON STOCK	10-8-99	M	V	10540	D	.7100		
COMMON STOCK	10-8-99	S		10540	D	31.1050	32910	

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	10/8/99	M	V	10540	D	11/1/98	2/1/2001	COMMON STOCK	25185	.7125	25185	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							12/01/03	COMMON STOCK	32776	4.0265	32776	D
STOCK OPTION	4.0265							12/01/03	COMMON STOCK	16387	4.0265	16387	D
STOCK OPTION	4.0265							12/01/03	COMMON STOCK	41125	4.0265	41125	D
STOCK OPTION	4.0265							12/01/03	COMMON STOCK	20557	4.0265	20557	D
STOCK OPTION	4.9912							3/21/04	COMMON STOCK	9827	4.9912	9827	D
STOCK OPTION	4.9912							3/21/04	COMMON STOCK	12285	4.9912	12285	D
STOCK OPTION	4.9912							3/21/04	COMMON STOCK	15418	4.9912	15418	D
STOCK OPTION	6.8813							3/27/05	COMMON STOCK	25040	6.8813	25040	D
STOCK OPTION	6.8813							3/27/05	COMMON STOCK	12527	6.8813	12527	D
STOCK OPTION	6.8813							3/27/05	COMMON STOCK	9400	6.8813	9400	D
STOCK OPTION	7.8643							3/25/06	COMMON STOCK	24183	7.8643	24183	D
STOCK OPTION	7.8643							3/25/06	COMMON STOCK	12088	7.8643	12088	D
STOCK OPTION	7.8643							3/25/06	COMMON STOCK	9066	7.8643	9066	D
STOCK OPTION	13.4144							3/21/07	COMMON STOCK	14746	13.4144	14746	D
STOCK OPTION	13.4144							3/21/07	COMMON STOCK	7371	13.4144	7371	D
STOCK OPTION	14.0288							6/2/07	COMMON STOCK	5527	14.0288	5527	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	3710	16.6912	3710	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	2582	16.6912	2582	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	1858	16.6912	1858	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	1291	16.6912	1291	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	1390	16.6912	1390	D
STOCK OPTION	16.6912							8/25/07	COMMON STOCK	970	16.6912	970	D
STOCK OPTION	23.6							4/27/08	COMMON STOCK	9178	23.6	9178	D
STOCK OPTION	23.6							4/27/08	COMMON STOCK	4593	23.6	4593	D
STOCK OPTION	24.8							6/1/08	COMMON STOCK	3445	24.8	3445	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	20126	18.5	20126	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	14878	18.5	14878	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	8711	18.5	8711	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	10061	18.5	10061	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	7441	18.5	7441	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	4351	18.5	4351	D
STOCK OPTION	18.5							11/16/08	COMMON STOCK	7551	18.5	7551	D

									/08					
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
 10/10/99

End of Filing



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