

# **DOLLAR GENERAL CORP**

Reported by  
**WILDS DAVID M**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 06/10/98 for the Period Ending 05/31/98

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 6/10/1998 For Period Ending 5/31/1998

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

[ ] Check this box if no longer Subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or  
Section 30(f) of the Investment Company Act 1940

OMB Number 3235-0287  
Expires: September 30, 1998  
Estimated ave. burden hours per response...0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person to Issuer (Check all Applicable)	
WILDS	DAVID	M	Dollar General Corporation (DG)		<input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other --- (give title below) --- (Specify below)	
(Last)	(First)	(MI)	3. IRS or Soc. Sec. No. of Reporting Person (Voluntary)		4. Statement for Month/Year	
104 Woodmont Blvd., Suite 300					May 1998	
(Street)					5. If Amendment, Date of Original (Month/Year)	
Nashville	TN	37205			7. Individual or Joint/Group Filing (Check Applicable Line)	
(City)	(State)	(Zip)			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

TABLE I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Mon/Day/Yr)	3. Trans. Code (Instr. 8)		4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 & 4)	6. Own. Form (D) or (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) (D)	Price			
Common Stock						\$ .0000	35779 (01)	D	
DOLLAR GENERAL STRYPES	05/21/1998	P		5000	A	\$39.4375	5000	D	
Common Stock (02)						\$ .0000	1 (01)	I	By Spouse
Common Stock						\$ .0000	1635 (01)	I	By Child
Common Stock						\$ .0000	120 (01)	I	Child (Catherine)

Reminder: Report on a separate line for each class securities owned directly or indirectly.  
\*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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	\$1.0000						02/01 1992	02/01 2001	Common Stock	70050	70050	D	(01)
Stock Option	\$7.0000						02/01 1995	02/01 2004	Common Stock	17544	17544	D	(01)
Stock Option	\$8.0000						01/12 1997	01/12 2006	Common Stock	7144	7144	D	(01)
Stock Option	\$21.0000						03/21 1998	03/21 2007	Common Stock	2863	2863	D	

Explanation of Responses:

- (01) All holdings have been adjusted to reflect the 5/4 stock split paid 3/23/98.
- (02) Holding has been adjusted to reflect a 5/4 stock split paid March 6, 1995.

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

/s/DAVID M. WILDS

06/10/1998

\*\*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.

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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

