

DOLLAR GENERAL CORP Reported by FELLERS TROY

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 Cyclicals
Fiscal Year	02/02

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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
СІК	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 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

 Name and Address of Reporting Person FELLERS, TROY A 100 MISSION RIDGE GOODLETTSVILLE, TN 37072
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) () Director () 10% Owner (X) Officer (give title below) () Other (specify below) VICE PRESIDENT

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 3. 4.Securities Acquired (A) 6.Dir 7.Nature of Indirect 2. 5.Amount of Transaction or Disposed of (D) Securities ect Beneficial Ownership Beneficially Date Code (D)or A/ Owned at Indir D Amount. Price End of Year ect(I) |110935 COMMON STOCK D COMMON STOCK 3129 BY 401K TRUST 1 II

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

1.Title of Derivative	2.Con	3.	4.	5.Number of	6.Date Exer 7.Title and Amount				8.Price	9.Number	10.	11.Nature of	
Security	version	Trans	action rivative Sec			cisable and of Underlying			of Deri	of Deriva	Dir	Indirect	
	or Exer	Date	Code	rities Acqu		Expiration		Securities		vative	tive	ect	Beneficial
	cise Pr	Ì	Ì	red(A) or Dis		Date(Month/			Secu	Securities	(D)	Ownership	
	ice of	Í	i	posed of(D)		Day/Y	Day/Year) Date Expir			rity	Benefi	or Ind	İ
	Deriva	İ	i	İ	-						ficially		
	tive	İ	i	İ	A/	Exer-	ation	Title and	Number	i	Owned at	lire	İ
	Secu	i	i	İ	j d	cisa-	Date	of Shares		i	End of	ct	
	rity	İ	İ	Amount	İ	ble	İ	İ		İ	Year	(I)	İ
STOCK OPTION	29.875	75 6/7/9 A		6482 A		6/7/0 6/7/0 COMMON STOCK 6482				6482	D		
	i	9	i	İ	i	0	9	i i		İ	İ	i i	

Explanation of Responses: SIGNATURE OF REPORTING PERSON

> /S/ TROY FELLERS DATE 3/10/00

End of Filing



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