

DOLLAR GENERAL CORP

Reported by
FELLERS TROY

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/10/00 for the Period Ending 12/23/99

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 1/10/2000 For Period Ending 12/23/1999

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
FELLERS, TROY A 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
DECEMBER 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) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
COMMON STOCK	12/23/99	G	V	2628	D	110935	D	
COMMON STOCK						2036	I	401K

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) Amount	A/D	6. Date Exercisable and Expiration Date Date Expirable	7. Title and Amount of Underlying Securities Title and Number of Shares	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
STOCK OPTION	4.0265					06/01/2003 12/01/2003	COMMON STOCK 31228		39035	D	
STOCK OPTION	13.4144					04/01/2000 03/27/2005	COMMON STOCK 15257		32207	D	
STOCK OPTION	13.4144					04/01/2000 03/25/2006	COMMON STOCK 38416		16103	D	
STOCK OPTION	14.0288					06/02/2000 03/25/2006	COMMON STOCK 19207		12075	D	
STOCK OPTION	23.60					04/01/2001 03/25/2006	COMMON STOCK 14406		17890	D	

STOCK OPTION	23.60					04/01 /2001	03/21 /2007	COMMON STOCK	25766		8945	D
STOCK OPTION	24.80					06/01 /2001	03/21 /2007	COMMON STOCK	12883		6710	D
STOCK OPTION	27.25					04/01 /2002	04/01 /2009	COMMON STOCK	7287		17287	D
STOCK OPTION	27.25					04/01 /2002	04/01 /2009	COMMON STOCK	8643		8643	D
EQUITY SWAP (OBLIGATION TO SELL)	29.31					09/04 /99		COMMON STOCK	50152	(1)	1	D

Explanation of Responses:

(1) Reporting person entered into an equity swap agreement with a securities broker under which the reporting person may be required to (a) pay to the broker the market value of the pledged common stock or (b) transfer ownership of the the pledged common stock upon termination of the agreement .

SIGNATURE OF REPORTING PERSON

/S/ BOB CARPENTER FOR T. FELLERS
DATE
1/10/2000

End of Filing



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