

DOLLAR GENERAL CORP

Reported by
FELLERS TROY

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/12/99 for the Period Ending 03/05/99

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 4/12/1999 For Period Ending 3/5/1999

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 104 WOODMONT BLVD., STE 300 NASHVILLE, TN 37205

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

MARCH 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	03/05/1999	M	V	35876	A	6.239	D	
COMMON STOCK	03/05/1999	M	V	61028	A	8.6016	D	
COMMON STOCK	03/05/1999	S		96904	D	33.1068	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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	Expiration Date
STOCK OPTION	5.0331				06/01/2003	12/01/2003	COMMON STOCK	31228		31228	D		
STOCK OPTION	6.239	03/05/1999	M	V	D	04/01/1996	03/21/2004	COMMON STOCK	6556	6.239	0	D	
STOCK OPTION	6.239	03/05/1999	M	V	D	04/01/1997	03/21/2004	COMMON STOCK	29320	6.239	0	D	

STOCK OPTION	8.6016	03/05	M	V	D	D	04/01	03/27	COMMON STOCK	40691	8.6016	0	D
		/1999					/1998	/2005					
STOCK OPTION	8.6016	03/05	M	V	D	D	04/01	03/27	COMMON STOCK	20337	8.6016	0	D
		/1999					/1998	/2005					
STOCK OPTION	8.6016						04/01	03/27	COMMON STOCK	15257		15257	D
							/1998	/2005					
STOCK OPTION	9.8304						04/01	03/25	COMMON STOCK	38416		38416	D
							/1999	/2006					
STOCK OPTION	9.8304						04/01	03/25	COMMON STOCK	19207		19207	D
							/1999	/2006					
STOCK OPTION	9.8304						03/25	03/25	COMMON STOCK	14406		14406	D
							/1999	/2006					
STOCK OPTION	16.768						04/01	03/21	COMMON STOCK	25766		25766	D
							/2000	/2007					
STOCK OPTION	16.768						04/01	03/21	COMMON STOCK	12883		12883	D
							/2000	/2007					
STOCK OPTION	17.536						06/02	06/02	COMMON STOCK	9660		9660	D
							/2000	/2007					
STOCK OPTION	29.50						04/01	04/27	COMMON STOCK	14312		14312	D
							/2001	/2008					
STOCK OPTION	29.50						04/01	04/27	COMMON STOCK	7156		7156	D
							/2001	/2008					
STOCK OPTION	31.00						06/01	06/01	COMMON STOCK	5368		5368	D
							/2001	/2009					

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

/S/ BOB CARPENTER FOR T. FELLERS
DATE
03/09/99

End of Filing

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