DOLLAR GENERAL CORP Form 5 March 19, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

ANNU	AL STATEMENT OF CHANGES	IN BENEFICIAL OWN	ERSHIP
Section 17(a	to Section 16(a) of the) of the Public Utility ion 30(f) of the Investr	Holding Company A	ct of 1935 or
	o longer subject to Sec See Instruction 1(b).	ction 16. Form 4 o	r Form 5 obligations
[_] Form 3 Holding	s Reported		
[_] Form 4 Transac	tions Reported		
1. Name and Addre	ss of Reporting Person*		
	Turner, Jar	mes S.	
(Last)	(First	t) (M:	iddle)
	100 Mission	Ridge	
	(Street	t)	
	Goodlettsville,	IN 37072-2170	
(City)	(State	≘)	(Zip)
2. Issuer Name an	d Ticker or Trading Symb	ool	
	Dollar General Co	rporation DG	
3. IRS Identifica	tion Number of Reporting	g Person, if an En	tity (Voluntary)
4. Statement for	Month/Year		
	February	2002	
5. If Amendment,	Date of Original (Month,	- /Year)	

6. Relationship of Reporting Person to Issuer

(Check all applicable)

-	_] Director _] Officer (give	e title below)	[x]	10% Owner Other (speci	fy below)	
	ndividual or Joi Check applicable		ı			_
]	_					
=====	Table I 1	 Non-Derivative or Benef	Securities Ac		ed of,	=
				4. Securities Ac Disposed of ((Instr. 3, 4)	5. Amount of Securities Beneficially Owned at End	
1. Title (Instr		2. Transaction Date (mm/dd/yy)		Amount	(A) or Price (D)	of Issuer's Fiscal Year (Instr. 3 and 4)
		10/02/2001	G	500,000	A	1,856,714
	Stock					82
 Common	Stock					272 , 779
 Common	Stock					1,881,513
	Stock					1,293,620
 Common	Stock					1,531,180
	Stock					1,881,036
 Common	Stock					31,625,784
 Common	Stock					56,445

If the form is filed by more than one Reporting Person, see Instruction 4(b)(v). Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Print or Type Responses) (Over) (Form 5-07/99)FORM 5 (continued) Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) ______ 2. Conver-5. 7. Number of Title and Amount Derivative 6. of Underlying Securities Date Exer-Securities ______ Explanation of Responses: /s/ James S. Turner 3/15/2002 -----

 $\ensuremath{^{\star\star}}$ Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

**Signature of Reporting Person

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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