

DOLLAR GENERAL CORP
Form 4
March 17, 2003

Form 4

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number:
3235-0287

**STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

Expires: January
31, 2005

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hours per response.
.. 0.5

☐ Check box if no
longer subject to
Section 16. Form 4
or Form 5
obligations may
continue. See
Instruction 1(b).

**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(h) of the Investment Company Act of 1940**

1. Name and Address of Reporting
Person*

2. Issuer Name **and** Ticker or Trading Symbol

6. Relationship of Reporting
Person(s) to Issuer
(Check all applicable)

Dollar General Corporation (DG)

O Briant Stonie R.

☐ Director ☐

(Last)

(First)

(Middle)

3. I.R.S. Identification
Number of Reporting
Person, if an entity
(voluntary)

4. Statement for
Month/Day/Year

April 4, 2000

☐ 10% Owner
☒ Officer (give
☐ Other (specify

title below)

100 Mission Ridge

below)

(Street)

Executive Vice President,
Operations

5. If Amendment, Date of
Original
(Month/Day/Year)

7. Individual or Joint/Group
Filing

(Check Applicable Line)

☒ Form filed by One
Reporting Person

☐ Form filed by More than
One Reporting Person

Goodlettsville, TN 37072

(City)

(State)

(Zip)

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

1. Title of
Security
(Instr. 3)

2. Trans-
action
Date
(mm/dd/yy)

2A.
Deemed
Execution
Date, if
any

3.
Transaction
Code
(Instr. 8)

4. Securities Acquired
(A) or Disposed of (D)
(Instr. 3, 4 and 5)

5. Amount of
Securities
Beneficially
Owned
Following

6.
Owner-
ship
Form:
Direct

7. Nature of
Indirect
Beneficial
Ownership
(Instr. 4)

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(mm/dd/yy)	Code	V	Amount	(A) or (D)	Price	Reported Transaction(s)	(D) or Indirect (I) (Instr. 3 and 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Persons who respond to the collection of information contained
in this form are not required to respond unless the form displays
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(Over)
SEC 1474 (9-02)

FORM 4
(continued)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially
Owned**
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr.3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (mm/dd/yy)	3A. Deemed Execution Date, if any (mm/dd/yy)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (mm/dd/yy)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Deriv Secur (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$21.25	04/04/00		A	33,593(1)		10/04/09	04/04/10	Common Stock	33,593(1)
Employee Stock Option (Right to Buy)	\$21.25	04/04/00		A	16,793(2)		10/04/09	04/04/10	Common Stock	16,793(2)

Explanation of Responses:

(1) Adjusted for stock split on 05/22/00. Initial grant was 26,874 shares at an exercise price of \$26.5625.

(2) Adjusted for stock split on 05/22/00. Initial grant was 13,434 shares at an exercise price of \$26.5625.

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

/s/ Stonie R.
O Briant

**Signature of Reporting Person

3/11/03

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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Page 2