

Edgar Filing: DOLLAR GENERAL CORP - Form 4

DOLLAR GENERAL CORP  
Form 4  
June 11, 2001

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

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1. Name and Address of Reporting Person\*

Sanderson Randy

-----  
(Last)

(First)

(Middle)

-----  
100 Mission Ridge

-----  
(Street)

-----  
Goodlettsville, TN 37072

-----  
(City)

(State)

(Zip)

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2. Issuer Name and Ticker or Trading Symbol

DOLLAR GENERAL CORPORATION "DG"

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Year

May 2001

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

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

Director

10% Owner

Officer (give title below)

Other (specify below)

VP. FINANCE

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7. Individual or Joint/Group Filing (Check applicable line)

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Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |       |
|---------------------------------------|---|---|---|--|------------------|-------|
|                                       |   | Code                                    | V | Amount   | (A)<br>or<br>(D) | Price |
| Common Stock                          | 5/14/01                                 | j(1)                                    |   | 1,953  | A                | 20.19 |
|                                       |   |   |   |  |                  |       |
|                                       |   |   |   |  |                  |       |
|                                       |   |   |   |  |                  |       |
|                                       |   |   |   |  |                  |       |

\* 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 4-07/99)

FORM 4 (continued)

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

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | Conversion<br>or<br>Exercise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|--|--|---|--|
| -----  |   |  |  |  |   |  |
| -----  |   |  |  |  |   |  |
| -----  |   |  |  |  |   |  |
| =====  |   |  |  |  |   |  |

Explanation of Responses:

(1) Common stock issued upon settlement of Dollar General STRYPES issued and bought May 21, 1998: 1,000 STRYPES exchanged for 1,953 common shares

/s/ Randy Sanderson

6/11/2001

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\*\*Signature of Reporting Person

-----  
Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

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.