

Edgar Filing: DOLLAR GENERAL CORP - Form 5

DOLLAR GENERAL CORP
Form 5
March 19, 2002

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

FORM 5

ANNUAL 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).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Hartshorn, Tommy J.

(Last)

(First)

(Middle)

100 Mission Ridge

(Street)

Goodlettsville, TN 37072-2170

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Dollar General Corporation DG

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

February 2002

4. Statement for Month/Year

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

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

Director

Officer (give title below)

10% Owner

Other (specify below)

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Exec. Vice President, Merchandising

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

- 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 (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
			Amount	(A) or (D) Price

* 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)

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1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Stock Option/Emp/ Basic/2002-01-28	\$15.94	01/28/02	A	(A) 5,900	07/28/11 01/28/12	Common Stock 5,900
Stock Option/Emp/ Basic/2003-01-28	\$15.94	01/28/02	A	(A) 5,900	07/28/11 01/28/12	Common Stock 5,900
Stock Option/Emp/ Prem/2002-01-28	\$15.94	01/28/02	A	(A) 2,950	07/28/11 01/28/12	Common Stock 2,950
Stock Option/Emp/ Prem/2003-01-28	\$15.94	01/28/02	A	(A) 2,950	07/28/11 01/28/12	Common Stock 2,950
Stock Option/Emp/ Spec/2001-02-26	\$19.55	02/26/01	A	(A) 35,964	08/31/01 02/26/11	Common Stock 35,964
Stock Option/Emp/ Spec/2002-01-28	\$15.94	01/28/02	A	(A) 44,664	07/29/02 01/28/12	Common Stock 44,664
Stock Option/Emp/ StkPlus/2002-01-28	\$15.94	01/28/02	A	(A) 10,856	07/29/02 01/28/12	Common Stock 10,856

Explanation of Responses:

/s/ Tommy J. Hartshorn

3/18/2002

**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.

