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DOLLAR GENERAL CORP  
Form 8-K  
May 28, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

May 24, 2002

(Date of Report)

DOLLAR GENERAL CORPORATION

(Exact name of registrant as specified in its charter)

TENNESSEE  
(State or other jurisdiction  
of incorporation)

001-11421  
(Commission File  
Number)

61-0502302  
(IRS Employer  
Identification No.)

100 Mission Ridge  
Goodlettsville, Tennessee 37072  
(Address of principal executive offices) (Zip code)

(615) 855-4000  
(Registrant's telephone number, including area code)

ITEM 9. REGULATION FD DISCLOSURE

On May 24, 2002, the Hon. Thomas A. Wiseman, Jr., United States District Court for the Middle District of Tennessee, entered a final judgment and order approving the settlement of the securities class action lawsuit pending against the Company. As discussed in the Company's Forms 10-K filed with the Securities and Exchange Commission for the fiscal years ended February 1, 2002 and February 2, 2001, the settlement resolves all claims of the class against the Company and certain of its current and former directors, officers and employees. The settlement will become final when the time to appeal the court's approval order and judgment has expired or when any appeals have been resolved.

The Company makes this report on Form 8-K pursuant to Regulation FD (17 CFR 243.100-243.103).

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 24, 2002

DOLLAR GENERAL CORPORATION

By: /s/ Renee M. H. Yuen

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Name: Renee M. H. Yuen  
Title: Assistant Secretary