

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>Briggs Timothy W</u>  (Last) (First) (Middle) <u>123 SOUTH FRONT STREET</u>  (Street) <u>MEMPHIS</u> <u>38103</u>  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> <u>10/19/2005</u>	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>AUTOZONE INC [ AZO ]</u>  <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director <span style="float: right;">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float: right;">Other (specify below)</span> <p style="text-align: center;"><u>Senior Vice President</u></p>	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Non-Qualified Stock Option (right to buy)<sup>(1)</sup></u>	<u>(2)</u>	<u>03/20/2012</u>	<u>Common Stock</u>	<u>1,875</u>	<u>69.23</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)<sup>(1)</sup></u>	<u>(3)</u>	<u>09/06/2013</u>	<u>Common Stock</u>	<u>8,000</u>	<u>89.18</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)<sup>(1)</sup></u>	<u>(4)</u>	<u>09/07/2012</u>	<u>Common Stock</u>	<u>2,750</u>	<u>71.12</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)<sup>(1)</sup></u>	<u>(5)</u>	<u>09/29/2014</u>	<u>Common Stock</u>	<u>6,000</u>	<u>75.64</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)<sup>(1)</sup></u>	<u>(6)</u>	<u>10/16/2015</u>	<u>Common Stock</u>	<u>6,000</u>	<u>82</u>	<u>D</u>	

**Explanation of Responses:**

1. Granted in accordance with the AutoZone, Inc. 1996 Stock Option Plan.
2. Options exercisable in one-fourth increments on March 19, 2003, 2004, 2005, and 2006, respectively.
3. Options exercisable in one-fourth increments on September 5, 2004, 2005, 2006, and 2007, respectively.
4. Options exercisable in one-fourth increments on September 6, 2003, 2004, 2005, and 2006, respectively.
5. Options are exercisable in one-fourth increments on September 28, 2005, 2006, 2007, and 2008, respectively.
6. Options are exercisable in one-fourth increments on October 15, 2006, 2007, 2008, and 2009, respectively.

**Remarks:**

Timothy W. Briggs

10/24/2005

\*\* Signature of Reporting Person

Date

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 5 (b)(v).

\*\* 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 is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.