

**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**

September 2, 2014

Date of Report
(Date of earliest event reported)

AutoZone, Inc.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

1-10714

(Commission File Number)

62-1482048

(IRS Employer Identification No.)

123 South Front Street, Memphis, Tennessee

(Address of principal executive offices)

38103

(Zip Code)

(901) 495-6500

Registrant's telephone number, including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On September 2, 2014, AutoZone, Inc. ("AutoZone") issued a press release announcing that it has entered into a definitive agreement to purchase Interamerican Motor Corporation ("IMC"), the second largest distributor of OE quality import replacement parts in the United States. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

The following exhibit is furnished with this Current Report pursuant to Item 8.01:

(d) Exhibits

99.1 Press Release dated September 2, 2014.

SIGNATURES

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

AutoZone, Inc.

By: /s/ KRISTEN C. WRIGHT
Kristen C. Wright
Senior Vice President, General
Counsel and Secretary

Dated: September 2, 2014

EXHIBIT INDEX

99.1 Press Release dated September 2, 2014

AutoZone Reaches Definitive Agreement to Acquire Interamerican Motor Corporation (IMC)

MEMPHIS, Tenn., Sept. 2, 2014 (GLOBE NEWSWIRE) -- AutoZone, Inc. (NYSE:AZO), today announced it has entered into a definitive agreement to purchase Interamerican Motor Corporation (IMC). Founded in 1962, IMC, which currently operates 17 locations, is the second largest distributor of OE quality import replacement parts in the United States. The company has been committed to offering an extensive parts line for all European and Asian cars. Original equipment brands are at the core of the IMC parts program.

"We are excited about the IMC team joining AutoZone. The company's leadership in import car parts coverage will be an exceptional fit with AutoZone's current product assortment," said Bill Rhodes, Chairman, President and CEO. "As we expand the IMC brand across the United States, we believe the IMC business model will mutually benefit both our retail and commercial customers. The combined offering is expected to deliver value for our customers and stockholders."

"AutoZone and IMC are a great fit," said John Mosunic, IMC's CEO. "This is a logical next step for both companies. AutoZone's national footprint, exceptional culture built on customer service, and operational expertise combined with IMC's leadership in selling to the import segment creates a powerful future growth platform." Wells Fargo Securities served as the exclusive financial advisor to IMC in connection with the transaction.

IMC was acquired from Wulf Gaertner Autoparts AG (WGA), Germany, a producer of high quality replacement parts for the automotive aftermarket. WGA supplies product under the MEYLE and MEYLE HD brands for European and Asian vehicles. The sale of IMC was a strategic step for WGA to strengthen the focus on the production of high quality automotive replacement parts. "With AutoZone we found an excellent new owner for IMC. This will include an enlarged distribution network for MEYLE and MEYLE HD in the U.S. market," said Dr. Karl J. Gaertner, WGA's CEO.

About AutoZone:

As of May 10, 2014, AutoZone sells auto and light truck parts, chemicals and accessories through 4,901 AutoZone stores in 49 states plus the District of Columbia and Puerto Rico in the U.S., and 374 stores in Mexico and four stores in Brazil for a total store count of 5,279.

AutoZone is the leading retailer and a leading distributor of automotive replacement parts and accessories in the United States. Each store carries an extensive product line for cars, sport utility vehicles, vans and light trucks, including new and remanufactured automotive hard parts, maintenance items, accessories, and non-automotive products. Many stores also have a commercial sales program that provides commercial credit and prompt delivery of parts and other products to local, regional and national repair garages, dealers, service stations, and public sector accounts. AutoZone also sells the ALLDATA brand diagnostic and repair software through www.alldata.com. Additionally, we sell automotive hard parts, maintenance items, accessories, and non-automotive products through www.autozone.com, and accessories and performance parts through www.autoanything.com, and our commercial customers can make purchases through www.autozonepro.com. AutoZone does not derive revenue from automotive repair or installation.

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