

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

March 2, 1999
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
(I.R.S. Employer
Identification No.)

123 South Front Street, Memphis, Tennessee 38103
(Address of Principal Executive Offices)(Zip Code)

(901) 495-6500
(Registrant's Telephone Number, Including Area Code)

(Not applicable)
(Former name or former address, if changed since last report.)

Item 5. Other Events.

On March 2, 1999, AutoZone, Inc., made the announcement attached as Exhibit 99.1 to this Current Report.

Item 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release dated March 2, 1999

SIGNATURES

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.

AUTOZONE, INC.

Date: March 3, 1999

By: /s/ Robert J. Hunt

Robert J. Hunt
Executive Vice President
& Chief Financial Officer

EXHIBIT INDEX

99.1 Press Release dated March 2, 1999

[AUTOZONE(R) LOGO]
123 South Front Street, Memphis, TN 38103-3607 (901) 495-6500
Fax: (901) 495-8300

NEWS:
For Immediate Release

Financial Contact: Emma Jo Kauffman
(901) 495-7005
Media Contact: Eric Epperson
(901) 495-7307

AUTOZONE'S 2nd QUARTER SALES UP 40%; SAME STORE SALES UP 8%

Memphis, TN (March 2, 1999) -- AutoZone, Inc. (NYSE symbol: AZO), today reported net income for the 12 weeks ended February 13, 1999, of \$36.0 million, an increase of 5% from \$34.4 million for the fiscal second quarter of 1998. Diluted earnings per share increased 9% to 24 cents from 22 cents. Sales for the quarter rose 40% to \$853 million from \$607 million a year earlier. Comparable store sales, or sales at stores opened prior to the start of fiscal 1998, rose 8%, compared to 2% in the prior year.

On a year to date basis, AutoZone reported net income for the 24 weeks ended February 13, 1999, of \$87.3 million, an increase of 7% from \$81.9 million for the year earlier period. Diluted earnings per share increased 9% to 58 cents from 53 cents. Sales for the 24-week period rose 37% to \$1.75 billion from \$1.28 billion a year earlier. Comparable store sales rose 5% for the year to date period in 1999 and 1998.

"We're very pleased that total sales grew 40% for the quarter," said John C. Adams, chairman and chief executive officer. "This is a combination of strong same store sales, a big contribution from acquired stores, improving productivity in new AutoZone stores and growth in our commercial business. We are particularly happy with the improvement in sales at the former Auto Palace stores in New England, sales at the former Express locations acquired from Pep Boys which are opened to date and the new AutoZone stores opened in California.

"System conversions in the Chief stores are nearing completion and we are making good progress in converting these stores to AutoZone stores. As of the end of the second quarter, we had opened 54 of the store locations acquired from Pep Boys, and we plan to open the remaining locations during the third quarter. We should complete the Chief conversions by the fall."

During the quarter, AutoZone opened 82 new auto parts stores and replaced 22; 5 Chief stores were closed. In addition, AutoZone relocated 4 TruckPro stores. For the 24-week period, AutoZone has opened 145 new auto parts stores, replaced 25 and closed 102 Chief stores.

Also during the quarter, the company repurchased 829 thousand shares of its common stock for \$27 million, bringing the cumulative shares repurchased to 3.9 million for \$106 million.

AutoZone sells auto and light truck parts, chemicals and accessories through 2,700 AutoZone and Chief stores in 39 states. Chief stores are being converted to AutoZone stores. AutoZone also sells heavy-duty truck parts through 43 TruckPro stores in 14 states, and automotive diagnostic and repair software through ALLDATA.

Certain statements contained in this press release are forward-looking statements. These statements discuss, among other things, expected growth, domestic and international development and expansion strategy, business strategies and future performance. These forward-looking statements are subject to risks, uncertainties and assumptions, including without limitation, competition, product demand, domestic and international economies, government approvals, inflation, the ability to hire and retain qualified employees, the ability to convert acquired stores in a timely and profitable manner, consumer debt levels and the weather. Actual results may materially differ from anticipated results. Please refer to the Risk Factors section of Form 10-K for the year ended August 29, 1998 for more details.

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AUTOZONE FISCAL 2ND QUARTER FINANCIAL HIGHLIGHTS
(In Thousands, Except Per-Share Data)

12 WEEKS ENDED

12 WEEKS ENDED

	FEBRUARY 13, 1999	FEBRUARY 14, 1998
NET SALES	\$852,538	\$607,097
GROSS PROFIT	\$353,493	\$253,681
OPERATING PROFIT	\$ 67,273	\$ 58,082
INCOME BEFORE INCOME TAXES	\$ 57,039	\$ 55,054
NET INCOME	\$ 36,039	\$ 34,354
NET INCOME PER SHARE:		
BASIC	\$0.24	\$0.23
DILUTED	\$0.24	\$0.22
WEIGHTED AVERAGE SHARES:		
BASIC	149,929	152,061
DILUTED	151,669	153,701

	24 WEEKS ENDED FEBRUARY 13, 1999	24 WEEKS ENDED FEBRUARY 14, 1998
NET SALES	\$1,753,487	\$1,282,371
GROSS PROFIT	\$729,975	\$534,122
OPERATING PROFIT	\$157,088	\$136,730
INCOME BEFORE INCOME TAXES	\$138,339	\$131,200
NET INCOME	\$ 87,339	\$ 81,900
NET INCOME PER SHARE:		
BASIC	\$0.58	\$0.54
DILUTED	\$0.58	\$0.53
WEIGHTED AVERAGE SHARES:		
BASIC	150,345	151,879
DILUTED	151,619	153,762

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