

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

October 31, 2001
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 or organization)

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, former address and former fiscal year, if changed since last report.

Item 7. Financial Statements and Exhibits

- (c) Exhibits
99.1 Press Release dated October 31, 2001.

Item 9. Regulation FD Disclosure

On October 31, 2001, the Company made the announcement contained in the press release filed as Exhibit 99.1 to this Current Report.

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 thereunto duly authorized.

AUTOZONE, INC.

By: /s/ Harry L. Goldsmith

Harry L. Goldsmith
Senior Vice President, Secretary and
General Counsel-Customer Satisfaction

EXHIBIT INDEX

99.1 Press Release



123 South Front Street · Memphis, TN · 38103-3607 · (901) 495-6500 · Fax: (901) 495-8300

News:

For immediate release

Contact: Emma Jo Kauffman
(901) 495-7005

AUTOZONE REPORTS 7%-8% QUARTER-TO-DATE

SAME STORE SALES GROWTH

Memphis, Tenn. (October 31, 2001) -- AutoZone, Inc. (NYSE: AZO), announced today that quarter-to-date same store sales growth was in the 7% -8% range. For the same period, AutoZone has realized the gross margin and expense ratio improvements that were discussed in its most recent conference call. A replay of this call is available on AutoZone's website, www.AutoZone.com, by clicking "About Us," "Investor Relations," "Conference Calls." AutoZone's first fiscal quarter ends on November 17, 2001.

AutoZone has also continued to experience strong positive cash flow, resulting in a reduction in debt outstanding compared to the same period a year ago. Further, interest rates on short term borrowings are below year ago levels, and the Company continues to show accretion to earnings per share from its previous stock repurchases.

With these initial results, the Company is very comfortable that it will exceed the current Thomson/First Call consensus estimate of \$0.57 for its first quarter. AutoZone plans to announce first quarter results on December 13, 2001, in connection with its annual stockholders' meeting, which will be webcast on the AutoZone website.

As of August 25, 2001, AutoZone sells auto and light truck parts, chemicals and accessories through 3,019 AutoZone stores in 42 states plus the District of Columbia in the U.S. and 21 AutoZone stores in Mexico, and automotive diagnostic and repair software through ALLDATA, diagnostic and repair information through alldatadiy.com, and auto and light truck parts through AutoZone.com.

Certain statements contained in this press release are forward-looking statements. These statements discuss, among other things, estimates of financial results, business strategies and future performance. These forward-looking statements are subject to risks, uncertainties and assumptions, including, without limitation, competition, product demand, the economy, inflation, the ability to hire and retain qualified employees, consumer debt levels, war and the prospect of war, including terrorist activity, and availability of commercial transportation. Actual results may materially differ from anticipated results. AutoZone undertakes no obligation to publicly release any revisions to any forward-looking statements contained in this press release to reflect events or circumstances occurring after the date of this release or to reflect the occurrence of unanticipated events.