FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT (OF CHANGES IN	I BENEFICIAL	OWNERSHIP

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

1. Name and Address of Reporting Person* Finestone Mark A.						2. Issuer Name and Ticker or Trading Symbol AUTOZONE INC [AZO]									tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner			Owner		
(Last) (First) (Middle) 123 SOUTH FRONT STREET						3. Date of Earliest Transaction (Month/Day/Year) 12/09/2021									Officer (give title Other (specify below) below) Exec. Vice President					
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)									vidual or Joint/Group Filing (Check Applicable					
MEMPHIS TN 38103													Line)	Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	state)	(Zip)													•				
		Та	ble I -	Non-Deri	vativ	ative Securities Acquired, Disposed of, or Benefic									<u>, </u>					
, , , , , , , , , , , , , , , , , , ,		2. Transaction Date (Month/Day/) if any	eemed tion Date, n/Day/Year)	te,	3. Transaction Code (Instr. 8)		4. Securities Of (D) (Instr.	Acquire 3, 4 and	d (A) or Dis 5)	sposed	Reporte	es ially Following d	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
									Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)					
Common	Stock			12/09/20	21				M		11,000	A	\$744	.62	11,20	2.8461	D			
Common	Stock			12/09/20	21	.1			S		20	D	\$1,986.5		11,18	32.8461	D			
Common	Stock			12/09/20	21	1			S		50	D	\$1,987.87		11,13	32.8461	D			
Common	Stock			12/09/20	21				S		102	D	\$1,990.21(1)		11,03	0.8461	D			
Common	Stock			12/09/20	21				S		200 D \$2,000		\$2,006	\$2,006.89(2)		80.8461	D			
Common	Stock			12/09/20	21				S		200	D	\$1,998	\$1,998.87(3)		80.8461	D			
Common	Stock			12/09/20	21				S		200	D	\$1,995.29(4)		10,43	0.8461	D			
Common	Stock			12/09/20	21				S		214	D	\$1,996	.64 ⁽⁵⁾	10,21	6.8461	D			
Common Stock		12/09/20	21				S		220	D	\$1,984	\$1,984.81(6)		6.8461	D					
Common Stock		12/09/20	21				S		349	D	\$1,999	.95 ⁽⁷⁾	9,64	7.8461	D					
Common Stock		12/09/20	21				S		351	D	\$2,000.88(8)		9,29	6.8461	D					
Common Stock		12/09/20	21	21			S		395	D	\$1,979.45 ⁽⁹⁾		8,901.8461		D					
Common Stock		12/09/20	21				S		431	D	\$1,982.	.58(10)	8,47	0.8461	D					
Common Stock		12/09/20	9/2021				S		486	D	\$1,997.55(11)		7,984.8461		D					
Common	Stock			12/09/2021					S		510	D	\$1,988.65(12)		7,474.8461		D			
Common	Stock			12/09/2021					S		739	D	\$1,981.31(13)		6,735.8461		D			
Common Stock			12/09/2021					S		1,004	D	\$1,983.33(14)		5,731.8461		D				
Common	Stock			12/09/2021					S		1,230	D	\$2,005.35(15)		4,501.8461		D			
Common	Stock			12/09/2021					S		3,751	D	\$1,980.35(16)		750.8461		D			
Common Stock													148		I	By Trust for Daughter				
Common Stock													147		I	By Trust for Son				
Common Stock											4,034		I	By Trust for Wife						
			Table								isposed o				wned					
T. Title of Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			4. Trans	ansaction of ode (Instr. Derivative		nber ative ities red sed (Instr.	6. Da Expi (Mor	ate Ex	ercisable and Date y/Year)	7. Titl of Se Unde Deriv	le and Amo curities rlying ative Secur . 3 and 4)	unt 8.	Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficia Ownersh ct (Instr. 4)				
					Code		(A)	D)	Date	: rcisah	Expiratior	ı Title	Amou or Numi of Share	ber						

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) Securitie Acquireie (A) or Disposed of (D) (In 3, 4 and 5)		vative urities uired or oosed O) (Instr.	6. Date Exerc Expiration Day (Month/Day/	ate	7. Title and of Security Underlying Derivative (Instr. 3 and Instr. 3 and Instruction 3 and Instruction 3 and Instruction 3 and Instr. 3 and Instruction 3 and Instr. 3 and Instr. 3 and Instr	es g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$744.62	12/09/2021		М			11,000	(17)	10/07/2025	Common Stock	11,000	\$0.0000	0.0000	D	

Explanation of Responses:

- 1. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,990.08-\$1,990.45 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 2. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$2,006.50-\$2,007.47 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 3. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$1,998.60-\$1,998.15 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 4. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$1,995.28-\$1,995.34 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 5. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$1,996.25-\$1,996.97 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 6. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$1,984.21-\$1,985.13 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 7. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,999.70-\$2,000.51 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 8. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$2,000.75-\$2,001.52 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 9. This price represents the weighted average price per Share, of Issuer, of Issuer, of sales that were executed at prices ranging from \$1,979.00-\$1,979.91 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 10. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,982.31-\$1,982.91 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 11. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,997.20-\$1,997.99 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 12. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,988.03-\$1,988.99 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 13. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,981.01-\$1,981.93 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 14. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,983.00-\$1,983.95 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 15. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$2,005.24-\$2,005.70 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- 16. This price represents the weighted average price per Share, of Issuer, of sales that were executed at prices ranging from \$1,980.00-\$1,980.97 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- $17.\ Options\ exercisable\ in\ one-fourth\ increments\ on\ October\ 6,\ 2016,\ 2017,\ 2018\ and\ 2019,\ respectively.$

/s/ Mark A. Finestone 12/10/2021

** 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 4 (b)(v).
- $^{\star\star} \ \text{Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C.\ 1001\ \text{and 15 U.S.C.}\ 78 \text{ff(a)}.$

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.