

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

June 29, 2004

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 5. Other Events and Required FD Disclosure.

On June 29, 2004, the Company issued a press release, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 7. Financial Statements and Exhibits

The following exhibit is furnished with this Current Report pursuant to Item 5:

(c) Exhibits

99.1 Press Release dated June 29, 2004.

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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/ Michael G. Archbold
Michael G. Archbold
Senior Vice President and Chief Financial Officer
Customer Satisfaction

Dated: June 29, 2004

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EXHIBIT INDEX

99.1 Press Release dated June 29, 2004

Sales Update

MEMPHIS, Tenn., June 29 /PRNewswire-FirstCall/ — AutoZone, Inc. (NYSE: AZO) today announced that same store sales through the first 7 weeks of the fourth fiscal quarter (ending August 28, 2004) were down 1%, and retail same store sales were down 3%.

On September 22, 2004, AutoZone will announce results for the fourth quarter ended August 28, 2004. AutoZone will host a one-hour conference call on September 22, 2004, beginning at 9 a.m. (CDT).

As of May 8, 2004, AutoZone sells auto and light truck parts, chemicals and accessories through 3,337 AutoZone stores in 48 states plus the District of Columbia in the U.S. and 60 AutoZone stores in Mexico. 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 and accessories. Many domestic 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 and service stations. AutoZone also sells the ALLDATA brand diagnostic and repair software. On the web, AutoZone sells diagnostic and repair information and auto and light truck parts through <http://www.autozone.com>. AutoZone does not derive revenue from automotive repair or installation.

Certain statements contained in this press release are forward-looking statements. These statements discuss, among other things, 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, gasoline prices, consumer debt levels, war and the prospect of war, including terrorist activity, and the availability of commercial transportation. Actual results may materially differ from anticipated results. Please refer to the Risk Factors section of AutoZone's Form 10-K for the fiscal year ended August 30, 2003, for more information related to those risks. 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.

SOURCE AutoZone, Inc.

-0- 06/29/2004

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/Web site: <http://www.autozone.com/>

(AZO)

CO: AutoZone, Inc.

ST: Tennessee

IN: AUT REA

SU: MAV CCA
