SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See \square Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL E 0207

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	or Section 30(h) of					010						
	2. Issuer Name and Ticker or Trading Symbol <u>AUTOZONE INC</u> [AZO]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020							X Director 10% Owner X Officer (give title below) Other (specify below) Chairman, President & CEO				
	4. If Amendment, Date of Original Filed (Month/Day/Year)							 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
-Derivati	ive Securities	Acqu	ired	, Dispose	d of, c	or Benef	icia	ally Owned				
2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,	3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				5. Amount of Securities Beneficially Owned Following		7. Nature of Indirect Beneficial Ownership		
		Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)		
31/2020		A		270	A	\$1,185.	.44	15,736.9395	D			
31/2020		A		48	A	\$0.000)0	15,784.9395	D			
28/2020		G	v	375	D	\$0.000)0	4,874	Ι	By Trust for Wife		
								100	I	As Co- Trustee for Siblings' Trust #2		
								847	I	As Custodian for Son		
								1,720	I	As Trustee for Daughter's Trust		
								3,436	I	As Trustee for Descendants Trust		
								1,719	Ι	As Trustee for Son's trust		
								5,000	I	GRAT #4		
								5,000	Ι	GRAT #5		
	n-Derivat nsaction h/Day/Year) 31/2020	AUTOZONE 3. Date of Earliest 12/31/2020 4. If Amendment, E D-Derivative Securities saction h/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 31/2020 31/2020	AUTOZONE INC 3. Date of Earliest Transac 12/31/2020 4. If Amendment, Date of O 	AUTOZONE INC [A 3. Date of Earliest Transaction (1 12/31/2020 4. If Amendment, Date of Origina n-Derivative Securities Acquired Isaction h/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) Code (Instr. 8) Code V 31/2020 A 31/2020 A	AUTOZONE INC [AZO] 3. Date of Earliest Transaction (Month/Day/Y) 12/31/2020 4. If Amendment, Date of Original Filed (Mon Deprivative Securities Acquired, Dispose Securities Acquired, Dispose Securities Acquired (Instr.) Securities Bisection Code (Instr.) Securitie	AUTOZONE INC [AZO] 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020 4. If Amendment, Date of Original Filed (Month/Day/Y 	AUTOZONE INC [AZO] 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020 4. If Amendment, Date of Original Filed (Month/Day/Year) n-Derivative Securities Acquired, Disposed of, or Benef nsaction M/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) Solution Code V Amount (A) or (D) Price 31/2020 A 4. Solution A 48 A 48	AUTOZONE INC [AZO] (Cl 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020 6. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. 6. h-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, if any (Month/Day/Year) 3. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) Month/Day/Year Code V Amount (A) or (D) B1/2020 A 270 A \$1,185.44 31/2020 A 48 A \$0.0000	AUTOZONE INC [AZO] X Director 3. Date of Earliest Transaction (Month/Day/Year) X Director 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/C 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/C P-Derivative Securities Acquired, Disposed of, or Beneficially Owned Isaction Transaction (8) M/Day/Year) Transaction (8) ZA. Deemed Transaction (8) If any Transaction (8) M/Day/Year) Transaction (8) ZA. Deemed Transaction (9) M/Day/Year) Transaction (8) Minduity Transaction (8) M/Day/Year) Transaction (9) Month/Day/Year) Transaction (9) Month/Day/Year) Transaction (9) Station Transaction (9) M/Day/Year) Transaction (9) Station Transaction (9) Minduity Transaction (9) Station Transaction (9) Minduity Transaction (9) Station Transaction (9) Minduity Transaction (9) Station Transaction (9) Station Transaction (9) Minduity Transaction (9)	AUTOZONE INC [AZO] (Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check all applicable)		

1. Title of Derivative 7. Title and 8. Price of Derivative 9. Number of derivative 11. Nature of Indirect Beneficial 3. Transaction Date 3A. Deemed 4. Transaction 5. Number 6. Date Exercisable and 10. Ownership 2 Expiration Date (Month/Day/Year) Conversion Execution Date, Amount of Security (Instr. 3) (Month/Dav/Year) if any (Month/Day/Year) Code (Instr. 8) Derivative or Exercise Securities Security (Instr. 5) Form: Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Direct (D) or Indirect (I) (Instr. 4) Price of Derivative Underlying Derivative Beneficially Owned Ownership (Instr. 4) Following Reported Transaction(s) Security Security (Instr. 3 and 4) (Instr. 4) Amount or Number Expiration Date Date of Shares Code ۷ (A) (D) Exercisable Title

Explanation of Responses:

1. Granted in accordance with the Amended and Restated AutoZone, Inc. 2011 Equity Incentive Award Plan.

01/04/2021

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(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.