

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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* <u>Hackney William R.</u>  (Last) (First) (Middle) <u>123 SOUTH FRONT STREET</u>  (Street) <u>MEMPHIS TN 38103</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>11/01/2015</u>	3. Issuer Name and Ticker or Trading Symbol <u>AUTOZONE INC [ AZO ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. Vice President</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	485.6669	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(2)	09/28/2021	Common Stock	1,450	326	D
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(3)	09/28/2022	Common Stock	2,640	371.47	D
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(4)	10/02/2023	Common Stock	3,060	425.11	D
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(5)	09/24/2024	Common Stock	2,280	507.79	D
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(6)	10/07/2025	Common Stock	2,100	744.62	D
Non-Qualified Stock Option (right to buy) <sup>(1)</sup>	(7)	11/02/2025	Common Stock	4,320	784.41	D

**Explanation of Responses:**

- Granted in accordance with the AutoZone, Inc. 2011 Equity Incentive Award Plan.
- Options exercisable in one-fourth increments on September 27, 2012, 2013, 2014 and 2015, respectively.
- Options exercisable in one-fourth increments on September 27, 2013, 2014, 2015 and 2016, respectively.
- Options exercisable in one-fourth increments on October 1, 2014, 2015, 2016 and 2017, respectively.
- Options exercisable in one-fourth increments on September 23, 2015, 2016, 2017 and 2018, respectively.
- Options exercisable in one-fourth increments on October 6, 2016, 2017, 2018 and 2019, respectively.
- Options exercisable in one-fourth increments on November 1, 2016, 2017, 2018 and 2019, respectively.

/s/ William R. Hackney

11/02/2015

\*\* 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 5 (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.

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