

FORM 8-K

Current Report Pursuant
to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 8, 1996

AUTOZONE, INC.
(Exact Name of Registrant as Specified in Its Charter)

Nevada
(State or Other Jurisdiction of Incorporation)

1-10714
(Commission File Number)

(I.R.S. Employer

62-1482048
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 or former address, if changed since last report)

Item 5. Other Events.

On November 8, 1996, the Company announced that Thomas S. Hanemann, President, would retire effective December 12, 1996. J.C. Adams, Jr., currently the Company's Vice Chairman and Chief Operating Officer will be elected President upon Mr. Hanemann's retirement.

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Press Release dated November 8, 1996.

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 hereunto duly authorized.

AUTOZONE, INC.

Date: November 8, 1996

By: /s/ Harry L. Goldsmith

Harry L. Goldsmith
Vice President
& Secretary

[AUTOZONE LOGO]

NEWS:
FOR IMMEDIATE RELEASE

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AUTOZONE PRESIDENT HANEMANN TO RETIRE;
CHIEF OPERATING OFFICER ADAMS TO ADD PRESIDENT'S POST

MEMPHIS, TN (November 8, 1996) - J.R. Hyde III, chairman and CEO of AutoZone Inc. (NYSE: AZO), today announced that AutoZone's president, Thomas S. Hanemann, 59, plans to retire from the company. Mr. Hanemann's retirement will be effective at the company's annual meeting, December 12, but he will remain on the company's board of directors.

Johnston C. Adams Jr., 48, currently vice chairman and chief operating officer, will be elected president and chief operating officer at the December 12 board meeting. Mr. Adams will assume Mr. Hanemann's responsibilities for exploring the company's opportunities to expand internationally.

"Tom has made significant contributions to AutoZone over the years, and we will miss his leadership," Mr. Hyde said. "We are pleased that Tom will remain a director."

"Mr. Hanemann was elected president and a director in 1994. He had been executive vice president - stores and distribution since 1992 and senior vice president - stores since 1986. Previously, Mr. Hanemann was president of Ike's and Super D, divisions of Malone & Hyde.

AutoZone sells auto parts, chemicals and accessories through its chain of 1,423 stores in 27 states.

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