

FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person(s)
Adams, Johnston C., Jr.
123 South Front Street
Memphis, TN 38103
2. Issuer Name and Ticker or Trading Symbol
AutoZone, Inc. (AZO)
3. IRS or Social Security Number of Reporting Person (Voluntary)
410-78-7661
4. Statement for Month/Year
January 1997
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☒ [X] Director ☐ [] 10% Owner
☒ [X] Officer (give title below) ☐ [] Other (specify below)
President and
Chief Executive Officer
7. Individual or Joint/Group Filing (Check Applicable Line)
☒ [X] Form filed by One Reporting Person
☐ [] Form filed by More than One Reporting Person

1) Title of Security	2) Transaction Date (Month/Day/Year)	3) Transaction Code V	4) Securities Acquired or Disposed of A or D	5) Amount of Securities Beneficially Owned at End of Month	6) D or I	7) Nature of Indirect Beneficial Ownership
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1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Transaction Date	4) Transaction Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date
			Code	V A D	Exercisable Expiration

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) Nature of Indirect Beneficial Ownership
-		Title	Amount or Number of Shares		

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SIGNATURE OF REPORTING PERSON
/S/ JOHNSTON C. ADAMS, JR.
DATE 2/10/97