

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Quarterly report pursuant to section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended February 14, 1998, or

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission file number 1-10714

AUTOZONE, INC.

(Exact name of registrant as specified in its charter)

Nevada	62-1482048
(State or other jurisdiction of incorporation or organization)	(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.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter periods that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

APPLICABLE ONLY TO CORPORATE ISSUERS

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practical date.

Common Stock, \$.01 Par Value - 152,560,302 shares as of March 27, 1998.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

The following exhibits are filed as part of this report:

- 3.1 Articles of Incorporation of AutoZone, Inc. incorporated by reference to Exhibit 3.1 to the Form 10-K for the fiscal year ended August 27, 1994.
- 3.2 Amendment to Articles of Incorporation of AutoZone, Inc., dated December 16, 1993, to increase its authorized shares of common stock to 200,000,000. Incorporated by reference to Exhibit 3.2 to the Form 10-K for the fiscal year ended August 27, 1994.
- 3.3 By-laws of AutoZone, Inc. Incorporated by reference to Exhibit 3.2 to the February 1992 Form S-1.
- 4.1 Form of Common Stock Certificate. Incorporated by reference to Exhibit 4.1 to Pre-Effective Amendment No. 2 to the February 1992 Form S-1.
- 10.1 Amended Credit Agreement dated as of February 10, 1998 among AutoZone, Inc., as Borrower, the several lenders from time to time party hereto, NationsBank, N.A., as Agent, and SunTrust Bank, Nashville, N.A. as Co-Agent. Incorporated by reference to the Form 10-Q for the quarter ended February 14, 1998.
- 27.1 Financial Data Schedule for the quarter ended February 14,

1998. Incorporated by reference to the Form 10-Q for the quarter ended February 14, 1998. (SEC Use Only)

27.2 Restated Financial Data Schedule for the quarter ended February 15, 1997. (SEC Use Only)

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 E. Butterick

-----

Michael E. Butterick  
Vice President, Controller-Customer Satisfaction  
(Principal Accounting Officer)

Dated: May 6, 1998

## EXHIBIT INDEX

- 3.1 Articles of Incorporation of AutoZone, Inc. Incorporated by reference to Exhibit 3.1 to the Form 10-K for the fiscal year ended August 27, 1994.
- 3.2 Amendment to Articles of Incorporation of AutoZone, Inc., dated December 16, 1993, to increase its authorized shares of common stock to 200,000,000. Incorporated by reference to Exhibit 3.2 to the Form 10-K for the fiscal year ended August 27, 1994.
- 3.3 By-laws of AutoZone, Inc. Incorporated by reference to Exhibit 3.2 to the February 1992 Form S-1.
- 4.1 Form of Common Stock Certificate. Incorporated by reference to Exhibit 4.1 to Pre-Effective Amendment No. 2 to the February 1992 Form S-1.
- 10.1 Amended Credit Agreement dated as of February 10, 1998 among AutoZone, Inc., as Borrower, the several lenders from time to time party hereto, NationsBank, N.A., as Agent, and SunTrust Bank, Nashville, N.A. as Co-Agent. Incorporated by reference to the Form 10-Q for the quarter ended February 14, 1998.
- 27.1 Financial Data Schedule for the quarter ended February 14, 1998. Incorporated by reference to the Form 10-Q for the quarter ended February 14, 1998. (SEC Use Only)
- 27.2 Restated Financial Data Schedule for the quarter ended February 15, 1997. (SEC Use Only)

6-MOS  
AUG-30-1997  
FEB-15-1997  
4636  
0  
20987  
0  
664220  
731081  
1164331  
233263  
1684616  
509148  
0  
0  
1507  
938791  
1684616  
1107157  
1107157  
639903  
639903  
356139  
0  
3283  
107832  
40450  
0  
0  
0  
0  
67382  
.45  
.44