

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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|--|--|--|---|
| 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) |
|---------------------------------|---|--|---|
| <u>Common Stock</u> | <u>485.6669</u> | <u>D</u> | |

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 | Title | Amount or Number of Shares | | | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(2)</u> | <u>09/28/2021</u> | <u>Common Stock</u> | <u>1,450</u> | <u>326</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(3)</u> | <u>09/28/2022</u> | <u>Common Stock</u> | <u>2,640</u> | <u>371.47</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(4)</u> | <u>10/02/2023</u> | <u>Common Stock</u> | <u>3,060</u> | <u>425.11</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(5)</u> | <u>09/24/2024</u> | <u>Common Stock</u> | <u>2,280</u> | <u>507.79</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(6)</u> | <u>10/07/2025</u> | <u>Common Stock</u> | <u>2,100</u> | <u>744.62</u> | <u>D</u> | |
| <u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u> | <u>(7)</u> | <u>11/02/2025</u> | <u>Common Stock</u> | <u>4,320</u> | <u>784.41</u> | <u>D</u> | |

Explanation of Responses:

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

/s/ William R. Hackney11/02/2015

** 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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