

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

Washington, D.C. 20549

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>Daniele Philip B.</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
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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>217.6233</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>09/30/2019</u>	<u>Common Stock</u>	<u>1,000</u>	<u>142.77</u>
<u>Non-Qualified Stock Option (right to buy)⁽¹⁾</u>	<u>(3)</u>	<u>09/29/2020</u>	<u>Common Stock</u>	<u>3,300</u>	<u>225.74</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(5)</u>	<u>09/28/2021</u>	<u>Common Stock</u>	<u>3,400</u>	<u>326</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(6)</u>	<u>09/28/2022</u>	<u>Common Stock</u>	<u>2,960</u>	<u>371.47</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(7)</u>	<u>10/02/2023</u>	<u>Common Stock</u>	<u>3,060</u>	<u>425.11</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(8)</u>	<u>09/24/2024</u>	<u>Common Stock</u>	<u>2,360</u>	<u>507.79</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(9)</u>	<u>10/07/2025</u>	<u>Common Stock</u>	<u>2,100</u>	<u>744.62</u>
<u>Non-Qualified Stock Option (right to buy)⁽⁴⁾</u>	<u>(10)</u>	<u>11/02/2025</u>	<u>Common Stock</u>	<u>4,320</u>	<u>784.41</u>

Explanation of Responses:

1. Granted in accordance with the AutoZone, Inc. 2006 Stock Option Plan.
2. Options exercisable in one-fourth increments on September 29, 2010, 2011, 2012 and 2013, respectively.
3. Options exercisable in one-fourth increments on September 28, 2011, 2012, 2013 and 2014, respectively.
4. Granted in accordance with the AutoZone, Inc. 2011 Equity Incentive Award Plan.
5. Options exercisable in one-fourth increments on September 27, 2012, 2013, 2014 and 2015, respectively.
6. Options exercisable in one-fourth increments on September 27, 2013, 2014, 2015 and 2016, respectively.
7. Options exercisable in one-fourth increments on October 1, 2014, 2015, 2016 and 2017, respectively.
8. Options exercisable in one-fourth increments on September 23, 2015, 2016, 2017 and 2018, respectively.
9. Options exercisable in one-fourth increments on October 6, 2016, 2017, 2018 and 2019, respectively.
10. Options exercisable in one-fourth increments on November 1, 2016, 2017, 2018 and 2019, respectively.

/s/ Philip B. Daniele11/02/2015

** 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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