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Abstract



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Available 24 hours a day, 7 days a week!

Instead of mailing your proxy, you may choose one of the voting methods outlined below to vote your proxy.

VALIDATION DETAILS ARE LOCATED BELOW IN THE TITLE BAR.

Proxies submitted by the Internet or telephone must be received by 1:00 a.m., Central Time, on December 20, 2017.



Vote by Internet

- Go to **www.investorvote.com/AZO**
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

Vote by telephone

- Call toll free 1-800-652-VOTE (8683) within the USA, US territories & Canada on a telephone
- Follow the instructions provided by the recorded message

Using a **black ink** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.



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▼ IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

A Proposals — The Board of Directors recommends a vote FOR all the nominees listed, FOR Proposals 2 and 3 and to conduct future advisory votes on executive compensation **EVERY YEAR**.

1. Election of Directors:				For	Against	Abstain					For	Against	Abstain					For	Against	Abstain									
01 - Douglas H. Brooks				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	02 - Linda A. Goodspeed				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	03 - Earl G. Graves, Jr.				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>									
04 - Enderson Guimaraes				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	05 - J. R. Hyde, III				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	06 - D. Bryan Jordan				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>									
07 - W. Andrew McKenna				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	08 - George R. Mrkoncic, Jr.				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	09 - Luis P. Nieto				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>									
10 - William C. Rhodes, III				<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>																							
												<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>															
												For	Against	Abstain													For	Against	Abstain
2. Ratification of Ernst & Young LLP as independent registered public accounting firm for the 2018 fiscal year.												<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3. Approval of advisory vote on executive compensation.												<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
												Every 1 Year	2 Years	3 Years	Abstain														
4. Advisory vote on the frequency of future advisory votes on executive compensation.												<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5. In the discretion of the proxies named herein, upon such other matters as may properly come before the meeting.													

B Authorized Signatures — This section must be completed for your vote to be counted. — Date and Sign Below

Please sign exactly as name(s) appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.
Date (mm/dd/yyyy) — Please print date below. Signature 1 — Please keep signature within the box. Signature 2 — Please keep signature within the box.

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IF VOTING BY MAIL, YOU MUST COMPLETE SECTIONS A - C ON BOTH SIDES OF THIS CARD.



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MR A SAMPLE (THIS AREA IS SET UP TO ACCOMMODATE
140 CHARACTERS) MR A SAMPLE AND MR A SAMPLE AND
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▼ IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼



Proxy — AutoZone, Inc.

**PROXY SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS OF THE COMPANY
FOR THE ANNUAL MEETING OF STOCKHOLDERS**

I hereby appoint Kristen C. Wright and Kevin A. Williams, and each of them, as proxies, with full power of substitution to vote all shares of common stock of AutoZone, Inc., which I would be entitled to vote at the Annual Meeting of AutoZone, Inc., to be held at the J. R. Hyde III Store Support Center, 123 South Front Street, Memphis, Tennessee, on Wednesday, December 20, 2017, at 8:00 a.m. CST, and at any adjournments, on proposals 1, 2, 3 and 4 as I have specified, and in their discretion on other matters as may come before the meeting.

This proxy when properly executed will be voted in the manner directed on the reverse side. If no direction is made, this proxy will be voted FOR the election of the directors nominated by the Board of Directors, FOR proposals 2 and 3 and TO conduct future advisory votes on executive compensation EVERY YEAR.

CONTINUED AND TO BE SIGNED ON REVERSE SIDE

SEE REVERSE SIDE

C Non-Voting Items

Change of Address — Please print new address below.

Meeting Attendance
Mark box to the right if
you plan to attend the
Annual Meeting.



IF VOTING BY MAIL, YOU MUST COMPLETE SECTIONS A - C ON BOTH SIDES OF THIS CARD.

