



Your vote matters – here’s how to vote!

You may vote online or by phone instead of mailing this card.



Votes submitted electronically must be received by 1:00 a.m., Central Time, on December 18, 2019.

Online

Go to www.investorvote.com/AZO or scan the QR code – login details are located in the shaded bar below.



Phone

Call toll free 1-800-652-VOTE (8683) within the USA, US territories and Canada



Save paper, time and money! Sign up for electronic delivery at www.investorvote.com/AZO

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



Annual Meeting Proxy Card

▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

A Proposals – The Board of Directors recommend a vote FOR all the nominees listed and FOR Proposals 2 and 3.

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 - Michael M. Calbert	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	06 - D. Bryan Jordan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
07 - Gale V. King	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	08 - George R. Mrkonic, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	09 - William C. Rhodes, III	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 - Jill A. Soltau	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>								

2. Ratification of Ernst & Young LLP as independent registered public accounting firm for the 2020 fiscal year.	For	Against	Abstain	3. Approval of advisory vote on executive compensation	For	Against	Abstain
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

4. 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 count. Please date and sign below.

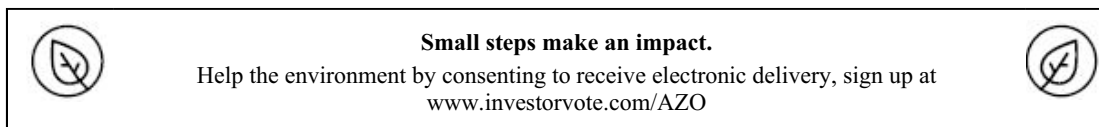
Please sign exactly as name(s) appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.

Date (mm/dd/yyyy) – Please print date below.

Signature 1 – Please keep signature within the box.

Signature 2 – Please keep signature within the box.

**Important notice regarding the Internet availability of proxy materials for the Annual Meeting of Stockholders.
The material is available at: investors.autozone.com**



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AutoZone, Inc.



Notice of Annual Meeting of Stockholders

Proxy Solicited by Board of Directors of AutoZone, Inc. for the Annual Meeting of Stockholders – December 18, 2019

I hereby appoint Kristen C. Wright and Maria Leggett, 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 38103, on Wednesday, December 18, 2019 at 8:00 a.m. CST and at any adjournments, on proposals 1, 2 and 3 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 and FOR proposals 2 and 3.

(Items to be voted appear on reverse side)

C Non-Voting Items

Change of Address – Please print new address below.

Comments – Please print your comments below.

