UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP () Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Harry L. Goldsmith 123 South Front Street

- TN, Memphis 38103 2. Issuer Name and Ticker or Trading Symbol AutoZone, Inc. (AZO)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Day/Year 4/23/2003
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other (specify below)
- Senior Vice President, Secretary & General Counsel
  7. Individual or Joint/Group Filing (Check Applicable Line)
  (X) Form filed by One Reporting Person
  ( ) Form filed by More than One Reporting Person

l. Title of S	15		xec-  T tion  a	rans	01	ecurities A r Disposed				5.Amount of   Securities   Beneficially   Owned Followir	ect  (D)c		
	1	Date   1				Amount	İ			-			
Common Stock		4/23/   2003		I		2.00		27.	. 38		D 		
Common Stock		4/23/   2003			i	2.00	i	ì		12662.00 	i		
Common Stock					1		1	1		1400.00	ΙI	bv Trust	
l.Title of	2.Con-	3.	3A.	4.	5	5.Number of	De  6	.Date	Exer 7	Title and Amount		•	
	2.Con-  version	3.  Trans-	3A.  Deeme	4.  d Tra	5   ins-	5.Number of	De  6	.Date	Exer 7	Title and Amount of Underlying		of Deriva	10. 11.Nature of  Dir Indirect  ect Beneficial
1.Title of Derivative	2.Con-  version  or Exer  cise	3.  Trans-  action	3A.  Deeme    Execu	4.  d Tra  act	ins-	5.Number of rivative S rities Acq red(A) or	De  6 ecu  c ui  E Dis  D	Date Sisable Expirat	Exer 7 e and  tion	Title and Amount of Underlying	of Deri  vative  Secu	of Deriva  tive  Securities	Dir Indirect
1.Title of Derivative	2.Con-  version  or Exer  cise	3.  Trans-  action 	3A.  Deeme    Execu  ution	4.  d Tra  act	ins-	5.Number of rivative S rities Acq red(A) or posed of(D	De  6 ecu  c ui  E Dis  D	Date Sisable Expirat Date (Mo Day/Yea	Exer 7 e and  cion   onth/  ar)   Expir	Title and Amount of Underlying Securities	of Deri  vative  Secu  rity	of Deriva  tive  Securities	Dir Indirect  ect Beneficial  (D) Ownership  or   Ind
1.Title of Derivative	2.Con-  version  or Exer  cise  Price o:  Deriva-  tive  Secu-	3.  Trans-  action               (Month,	3A.  Deeme    Execu  ution   	4.  d Tra  act  -      	ans-  ion  	5.Number of rivative S rities Acq red(A) or posed of(D	De  6 ecu  c ui  E Dis  D   D   D   A/ E   D  c	Date isable axpirate (McDay/Year) ate   HCD axer- a	Exer 7 e and  cion   onth/  ar)   Expir  ation  Date	Title and Amount of Underlying Securities  Title and Number of Shares	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned Follow  ing Reported	Dir Indirect  ect Beneficial  (D) Ownership  or    Ind   ire
1.Title of Derivative	2.Con-  version  or Exer  cise  Price o:  Deriva-  tive  Secu-	3.  Trans-  action               (Month,	3A.  Deeme    Execu  ution         (Mont	4. ed Tra  act  -      	Sans-    Sion	5.Number of rivative S rities Acq red(A) or posed of(D	De  6 ecu  c ui  E Dis  D   D   D   A/ E   D  c	Date Date Date (Mo Day/Yea Date   F Date   F Date   F Date   F Date   F	Exer 7 e and  cion   conth/  ar)   Expir  ation  Date	Title and Amount of Underlying Securities  Title and Number of Shares	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned Follow	Dir Indirect  ect Beneficial  (D) Ownership  or    Ind   dire   (ct    (I)
1.Title of Derivative Security	2.Con-  version  or Exer  cise  Price o:  Deriva-  tive  Secu-  rity	3.  Trans-  action             (Month,  Day/  Year)	3A.  Deeme    Execu  ution     / (Mont  /Day/  Year)	4. ed Tra  act	ans-  cion	5.Number of rivative S rities Acq red(A) or posed of(D	De  6 ecu  c ui  E Dis  D   D   D   A   E   D   c   b	.Date isable Expirat Date (Mo Day/Yea Date   F Exer- a isa- I	Exer   7 e and   cion   conth /   car)   Carpir   cation   cate   cate	Title and Amount of Underlying Securities  Title and Number of Shares	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned Follow  ing Reported  Trans-  action(s)	ect Beneficial  (D) Ownership  or    Ind   ire   ct
I.Title of Derivative Security  Non-Qualified Stock Option	2.Con-  version  or Exer  cise  Price o  Deriva-  tive  Secu-  rity 	3.  Trans-  action   f      (Month,  Day/  Year)	3A.  Deeme    Execu  ution    / (Mont  /Day/  Year)	4. ed Tra  act  -      h   Cod	5   15   15   15   15   15   15   15	5.Number of rivative S rities Acq red(A) or posed of(D Amount	De  6 ecu  c ui  E Dis  D    D    A    E    D  c    D  c    D  c    D  c    D  c    D  c    D  c    D  c    D  c	Date isable Expirat Oate (Mo Oay/Yea Oate   F Exer- a isa- I Ole	Exer 7 e and  cion   onth/  expir  ation  Date     6/10/ 0	Title and Amount of Underlying Securities  Title and Number of Shares	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned Follow  ing Reported  Trans-  action(s)	Dir  Indirect  ect Beneficial  (D) Ownership  or    Ind   lire    ct    (I)
1.Title of Derivative Security	2.Con-  version  or Exer  cise  Price o  Deriva-  tive  Secu-  rity 	3.  Trans-  action  f       (Month,  Day/  Year)	3A.  Deeme    Execu  ution    / (Mont  /Day/  Year)	4. ed Tra  act  -      h   Cod	5   15   15   15   15   15   15   15	5.Number of rivative S rities Acq red(A) or posed of(D Amount	De  6 ecu  cui  E Dis  D  D  D  A  E    D  C  C  C  C  C  C  C  C  C  C  C  C  C	Date isable Expirat Oate (Mo Oay/Yea Oate   F Exer- a isa- I Ole	Exer 7 e and  cion   onth/  expir  ation  Date     6/10/ 0	Title and Amount of Underlying Securities  Title and Number of Shares	of Deri  vative  Secu  rity 	of Deriva  tive  Securities  Benefi  ficially  Owned Follow  ing Reported  Trans-  action(s)	Dir  Indirect  ect Beneficial  (D) Ownership  or    Ind   lire    ct    (I)

Explanation of Responses:

SIGNATURE OF REPORTING PERSON

Harry L. Goldsmith

/s/ Harry L. Goldsmith

<sup>1.</sup> Granted in accordance with the AutoZone, Inc. Amended and Restated Stock Option Plan.

<sup>2.</sup> Options vest and are exercisable in one-quarter increments on June 9, 1998,

<sup>1999, 2000,</sup> and 2001, respectively.