

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2025-07-25** | Period of Report: **2025-07-24**

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### REPORTING OWNER

**Smith Richard Craig**

CIK: **1661802**

Type: **4** | Act: **34** | File No.: **001-10714** | Film No.: **251152305**

Mailing Address  
123 S. FRONT STREET  
DEPT. 8074  
MEMPHIS TN 38103

### ISSUER

**AUTOZONE INC**

CIK: **866787** | IRS No.: **621482048** | State of Incorporation: **NV** | Fiscal Year End: **0830**  
SIC: **5531** Auto & home supply stores

Mailing Address  
123 S. FRONT ST.  
DEPT 8074  
MEMPHIS TN 38103

Business Address  
123 SOUTH FRONT ST  
DEPT 8074  
MEMPHIS TN 38103  
9014956500

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>Smith Richard Craig</b>  (Last) (First) (Middle) <b>123 SOUTH FRONT STREET</b>  (Street) <b>MEMPHIS, TN 38103</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>AUTOZONE INC [AZO]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>07/24/2025</b>  4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>Sr. Vice President</b>  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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/24/2025		M		3,000	A	\$744.85	5,925.4753	D	
Common Stock	07/24/2025		S		3,000	D	\$3,875.9	2,925.4753	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Non-Qualified Stock Option (right to buy)	\$744.85	07/24/2025		M		3,000	(L)	09/24/2026	Common Stock	3,000	\$ 0	3,190	D

Explanation of Responses:

1. Options granted in accordance with the AutoZone, Inc. 2011 Equity Incentive Award Plan and exercisable in annual, one-fourth increments beginning on December 15, 2017.

**Signatures**

/s/ Richard Craig Smith

\*\* Signature of Reporting Person

07/25/2025

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 4 (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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**