

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2025-06-02** | Period of Report: **2025-05-30**

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REPORTING OWNER

JACKSON JAMERE

CIK: **1601813**

Type: **4** | Act: **34** | File No.: **001-10714** | Film No.: **251015293**

Mailing Address

123 SOUTH FRONT STREET
MEMPHIS TN 38120

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 JACKSON JAMERE (Last) (First) (Middle) 123 SOUTH FRONT STREET (Street) MEMPHIS, TN 38103 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol AUTOZONE INC [AZO] 3. Date of Earliest Transaction (Month/Day/Year) 05/30/2025 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CFO 6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> 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	05/30/2025		<u>M</u>		2,962	A	\$1,128.95	3,039.1058	D	
Common Stock	05/30/2025		<u>S</u>		2	D	\$3,735.22	3,037.1058	D	
Common Stock	05/30/2025		<u>S</u>		80	D	\$3,733.44 ⁽¹⁾	2,957.1058	D	
Common Stock	05/30/2025		<u>S</u>		80	D	\$3,725.5	2,877.1058	D	
Common Stock	05/30/2025		<u>S</u>		131	D	\$3,730.74 ⁽²⁾	2,746.1058	D	
Common Stock	05/30/2025		<u>S</u>		178	D	\$3,728.62 ⁽³⁾	2,568.1058	D	
Common Stock	05/30/2025		<u>S</u>		181	D	\$3,726.78 ⁽⁴⁾	2,387.1058	D	
Common Stock	05/30/2025		<u>S</u>		232	D	\$3,723.65 ⁽⁵⁾	2,155.1058	D	
Common Stock	05/30/2025		<u>S</u>		350	D	\$3,722.76	1,805.1058	D	
Common Stock	05/30/2025		<u>S</u>		1,378	D	\$3,729.8 ⁽⁶⁾	427.1058	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	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	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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						(D) (Instr. 3, 4, and 5)					Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	V	(A)	(D)								
Non-Qualified Stock Option (right to buy)	\$1,128.95	05/30/2025		M			2,962	(L)	09/23/2030	Common Stock	2,962	\$ 0	0	D	

Explanation of Responses:

1. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,733.38 - \$3,734.29 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
2. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,730.56 - \$3,731.06 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
3. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,728.39 - \$3,729.17 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
4. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,726.42 - \$3,727.00 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
5. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,723.34 - \$3,723.93 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
6. This price represents the weighted average price per share, of the Issuer, of sales that were executed at prices ranging from \$3,729.44 - \$3,730.43 per Share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
7. Options granted in accordance with the AutoZone, Inc. 2011 Equity Incentive Award Plan and exercisable in one-fourth increments on September 23, 2021, 2022, 2023 and 2024

Signatures

/s/ Jamere Jackson

** Signature of Reporting Person

06/02/2025

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.

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