

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2025-06-16** | Period of Report: **2025-06-10**

SEC Accession No. [0001225208-25-005984](#)

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REPORTING OWNER

RHODES WILLIAM C III

CIK: [1080992](#)

Type: **4** | Act: **34** | File No.: [001-10714](#) | Film No.: **251051279**

Mailing Address

123 SOUTH 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**

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden
hours per response 0.5

**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 <u>RHODES WILLIAM C III</u> (Last) (First) (Middle) <u>123 SOUTH FRONT STREET</u> (Street) <u>MEMPHIS, TN 38103</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AUTOZONE INC [AZO]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>06/10/2025</u> 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Executive Chairman</u> 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	06/10/2025		<u>G</u>	<u>V</u>	1,993 ⁽¹⁾	D	\$ 0	10,046 ⁽²⁾	D	
Common Stock								50	I	As Co-Trustee for Siblings' Trust #2
Common Stock								177	I	As Trustee for Daughter's Trust
Common Stock								1,936	I	As Trustee for Descendants Trust
Common Stock								176	I	As Trustee for Son's trust

**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)	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)
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