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

(HTML Version on secdatabase.com)

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 Incorp.: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

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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 Addres	ss of Reporting Pers	on *	2. Issuer Name and Ticker or Trading Symbol AUTOZONE INC [AZO]	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/10/2025	X Officer (give title Other (specify below) Executive Chairman				
123 SOUTH FRO	ONT STREET							
MEMPHIS, TN 3	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable line) XForm Filed by One Reporting PersonForm Filed by More than One Reporting Person				
(City)	(State)	(Zip)						

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	3. Transa Code (8)		4. Securities Addisposed of (D			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		any (Month/ Day/Year)	Code	v	Amount	(A) or (D) Price		Following Reported Transaction(s) (Instr. 3 and 4)		
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	2.	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price	9. Number of	10.	11. Nature
Derivative	Conversion	Transaction	Deemed	Transaction	Number	and Expiration Date	Amount of	of	Derivative	Ownership	of Indirect
Security	or Exercise	Date	Execution	Code	of	(Month/Day/Year)	Securities	Derivative	Securities	Form of	Beneficial
(Instr. 3)	Price of	(Month/	Date, if	(Instr. 8)	Derivative		Underlying	Security	Beneficially	Derivative	Ownership
	Derivative	Day/Year)	any		Securities		Derivative	(Instr. 5)	Owned	Security:	(Instr. 4)
	Security		(Month/		Acquired		Security (Instr. 3		Following	Direct (D)	
			Day/		(A) or		and 4)		Reported	or Indirect	
			Year)		Disposed				Transaction(s)	(I) (Instr.	
					of (D)				(Instr. 4)	4)	

			(Instr 4, an							
								Amount		
		Code	v	(A)	Date Exercisable	Expiration Date	Title	Number of Shares		

Explanation of Responses:

- 1. The original Form 4, filed on June 12, 2025, is being amended by this Form 4 to correct an administrative error, which misreported the number of shares gifted by the reporting person.
- 2. The amount of shares reported in Box 5 reflects the number of shares beneficially owned by the reporting person as of the date hereof, after giving effect to the correction and all previously reported transactions.

Signatures

/s/ William C. Rhodes III

06/16/2025

Date

** Signature of Reporting Person

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.