

Edgar Filing: GOLDSMITH HARRY L - Form 4

GOLDSMITH HARRY L

Form 4

October 03, 2002

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/Year
 10/3/2002
5. If Amendment, Date of Original (Month/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

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------|--|--|
| Common Stock | 10/3/2002 | M | 3472 | 25.25 |
| Common Stock | 10/3/2002 | M | 6528 | 27.375 |
| Common Stock | 10/3/2002 | S | 10000 | 82.10 |
| Common Stock | | | | 12412 |
| Common Stock | | | | 1400 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of | 3. Transaction | 4. Derivative Securities Acquired (A) or Disposed of (D) | 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 Underlying Securities | 8. Percentage of Total Underlying Securities |
|---------------------------------|------------------------------------|----------------|--|--|--|--|--|
|---------------------------------|------------------------------------|----------------|--|--|--|--|--|

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| Derivative Secur- ity | Date | Code | V | Amount | D | A/ D | Exer- cisa- ble | Date | Expiration | Title and Number of Shares |
|---|--------|-------|---|--------|---|---------|-----------------------|------|--------------|-------------------------------|
| Non-Qualified Stock Op- tions (right to buy) 1 | 27.375 | 10/3/ | M | 6528 | D | 2 | 6/10/ | 2004 | Common Stock | 6528 |
| Non-Qualified Stock Op- tions (right to buy) 1 | 25.25 | 10/3/ | M | 3472 | D | 3 | 10/23/ | 2003 | Common Stock | 3472 |

Explanation of Responses:

1. Granted in accordance with the AutoZone, Inc. Amended and Restated Stock Option Plan.
2. Options vest and are exercisable in one-quarter increments on June 9, 1998, 1999, 2000, and 2001, respectively.
3. Options vest and are exercisable in one-third increments on October 22, 1997, 1998, and 1999, respectively.