

Code of Conduct FY2007



# Code of Conduct FY2007

## Overview

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### About the Code of Conduct

AutoZone, Inc. values our reputation for integrity and adherence to the highest ethical standards. The Code of Conduct has been adopted by our Board of Directors and is the essence of AutoZone's commitment to its values and ethical practices. It provides an overview of standards of behavior applicable to all AutoZoners, including all employees, officers and, when they are acting on behalf of AutoZone, the Board of Directors. It is not, however, an exhaustive statement of AutoZone policies and procedures and does not address every potential scenario.

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### Expectations

All AutoZoners must follow the Code of Conduct. If you are faced with questions beyond those addressed in the Code of Conduct, you are expected to follow both the spirit and letter of the Code, applicable laws and AutoZone policies and procedures that govern the issues. If you have questions, ask your immediate supervisor. Taken together, the Code of Conduct and AutoZone policies and procedures set forth the requirements for responsible behavior.

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### In this manual

Topics in this Code of Conduct are listed below.

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# Vision and Values

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## AutoZone's Vision

Our vision is our mission. AutoZoners in every segment of the organization share the commitment of

***Relentlessly creating the most exciting Zone  
for vehicle solutions!***

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## AutoZone's Values

AutoZone's stated values support the Code of Conduct and represent our commitment to adherence with the highest ethical standards by all AutoZoners.

<b>Integrity</b>	Act in a manner that is of the highest legal and ethical standard. Honor our commitments to our teams, our company, our customers, our families and ourselves.
<b>Respect</b>	Treat all others (AutoZoners, customers, vendors) with the same high level of respect we want for ourselves. Value diversity of thought, background and experience.
<b>Teamwork</b>	Be a good team member. Be supportive of others and place team goals ahead of individual goals.
<b>Communication</b>	Listen to and understand the concerns of others. Find out the facts. Prevent gossip. Resolve issues and conflicts directly, openly and honestly.
<b>Innovation</b>	Encourage and reward ideas, innovation, experimentation and new solutions.
<b>Initiative</b>	Seek opportunities. Don't sit on a good idea – yours or someone else's. Take the initiative and have a sense of urgency in all you do.
<b>Accountability</b>	Take accountability for your actions – successes and failures. Learn from both. Live up to your responsibilities.
<b>Thriftiness</b>	Use the resources we have wisely. Conserve the company's money and materials. Promote a culture of thrift.
<b>Leadership</b>	Give encouragement and coach others to be their best. Be coachable. Take charge of your own development. Seek feedback and opportunity.
<b>Excellence</b>	Commit to a winning attitude and drive for superior service, teamwork and results.

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# AutoZoner Conduct

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## **Introduction**

Your conduct is a reflection of AutoZone. You are expected to perform your job ethically and in a way that serves our customers and adds value to our shareholders.

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## **Equal employment opportunity**

AutoZone provides equal employment opportunity for all qualified individuals regardless of age, gender, marital status, citizenship, race, color, religion, national origin, disability, sexual orientation, military or veteran status. All employment decisions are based on job-related requirements. The policy pertains to recruiting, hiring, training, promotions, compensation, benefits, transfers, education and all other aspects of employment with AutoZone.

AutoZone is committed to fairness and mutual respect and to providing competitive compensation, benefits and training opportunities. Performance evaluations and decisions about compensation and promotion are based on merit and objective measures without favoritism.

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## **Harassment**

AutoZone is committed to providing a workplace that is respectful and free from all forms of harassment. Our commitment to fairness and mutual respect precludes harassment of AutoZoners, customers, vendors or candidates for employment. AutoZone expects that all relationships among persons in the work environment are business-like and free of bias, prejudice and harassment.

Harassment occurs when unwelcome conduct, including but not limited to sexual or racial harassment and intimidation, creates a hostile or offensive environment or is implied to be a factor in employment or advancement decisions.

We do not tolerate actions, comments, inappropriate physical contact, sexual advances or any other conduct that is intimidating or otherwise offensive or hostile. Incidents of harassment must be reported to management immediately.

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## AutoZoner Conduct, Continued

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**Non-violent workplace**

We are committed to maintaining a safe and healthful work environment and do not tolerate

- violent acts or threats of violence on AutoZone premises or while engaged in AutoZone business, or
  - possession of unauthorized firearms or other weapons on AutoZone premises or while engaged in AutoZone business.
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**Alcohol and narcotics**

AutoZone is committed to a safe and productive, drug-free workplace. Reporting to work under the influence of alcohol, narcotics, other intoxicants or non-prescribed drugs, and the solicitation, possession and use of them on company premises is prohibited.

AutoZone property includes all indoor and outdoor work areas, all parking areas and all AutoZone vehicles. Operating an AutoZone vehicle under the influence of controlled substances or alcohol is a violation of policy. This includes the operation of AutoZone vehicles on personal time and includes personal and rental vehicles used for AutoZone business.

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**Media contact**

Members of the media – newspaper, radio, magazine or television – may call seeking information regarding various aspects of our business. All inquiries must be referred to Media Relations. You are not permitted to speak with the media or consent to an interview on behalf of AutoZone without receiving prior approval from Media Relations.

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**Compliance with other AutoZone policies**

AutoZoners may be subject to additional policies and procedures governed by their specific job functions, responsibilities and business risks associated with those areas. Supervisors are responsible for communicating additional policies and procedures relevant to their function.

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## AutoZoner Conduct, Continued

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### Questions to ask when making decisions

Here are some questions to ask when making decisions. If the answer to any of these questions is *no*, do not pursue the situation any further.

- Is it legal?
  - Does my decision align with AutoZone's Vision and Values?
  - Is it the right thing to do?
  - Is it the appropriate thing to do given the circumstances?
  - Would I want everyone to know about this?
  - Will I feel good about myself?
- 

### Records and reports

AutoZoners who create or maintain reports or records are responsible for ensuring

- integrity
  - accuracy
  - completeness, and
  - compliance with AutoZone policies and legal requirements.
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# Conflicts of Interest

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## Introduction

AutoZoners must avoid situations in which other interests or commitments may affect their ability to perform their job. It is impossible to identify every situation which might be an actual or potential conflict or which might present the appearance of a conflict. Examples of the most common situations follow.

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## Definitions

Terms used in this section are defined below.

- *Direct report* is an AutoZoner and the immediate supervisor.
  - *Indirect report* is a member of management – other than the immediate supervisor – who has authority over an AutoZoner.
  - *Family relationship* is one that exists between two AutoZoners who are related or become related while working at AutoZone, including
    - father, mother, brother and sister
    - husband, wife, son and daughter
    - stepparents, stepchildren, stepbrother and stepsister
    - grandparents and grandchildren, and
    - in-laws.
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## Conflicts

The following conflicts of interest are prohibited:

- accepting gifts, tips or gratuities from customers
  - accepting unauthorized gifts, entertainment, gratuities or employment from competitors, vendors or potential vendors for business favors
  - soliciting or requesting gifts, tickets or samples from vendors or financial service providers for personal or unapproved AutoZone uses
  - participating in any enterprise in competition with AutoZone
  - using confidential information for personal gain or to AutoZone's disadvantage
  - having a direct or indirect financial interest in any of AutoZone's vendors, competitors or in property that is leased or sold to AutoZone unless that interest is a small minority of stock in a publicly owned company whose shares are traded through normal markets
  - using AutoZone assets or labor for personal reasons
  - using the AutoZoner discount for your own or someone else's – friend, relative or customer – business purposes, and
  - exchanging gifts with direct or indirect reports.
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## Conflicts of Interest, Continued

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### Potential conflicts

The following may give the appearance of a potential conflict:

- accepting free product samples for non-business purposes, and
  - having a family member who either
    - works for a competitor or vendor of AutoZone, or
    - accepts gifts, gratuities, loans or entertainment from a competitor, vendor or potential vendor.
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### Gifts

At seasonally appropriate times of the year, gifts from outside sources are permitted with management approval. The following apply:

- The retail value of any gift, including dinners, should not exceed \$50 from one source during the course of a year.
  - If it is a large gift, donate it to a charity.
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### Tickets

Free event tickets provided by vendors must be turned over to a member of management at the officer level. The tickets may be used to reward AutoZoners for good work or may be donated to charity.

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### Samples

Product samples are an acceptable and important part of the business if your job is buying merchandise for AutoZone. AutoZoners with merchandising responsibility may accept samples and use samples as long as it is for a business purpose. However, they should not be used as a personal benefit.

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### Discounts

All AutoZoners may purchase AutoZone merchandise at a discount. Merchandise (except oil, antifreeze, refrigerant, spark plugs, VDP, Express Parts, marked-down items, tires, wheels, gift and phone cards) can be purchased at a 20-percent discount off the current retail price. The discount is not to be used to purchase products for an outside business. AutoZoners must have their discount card at time of purchase.

#### ***Eligible***

Only you and the dependents listed on your tax return or the tax return you are listed on may use your AutoZone discount.

#### ***Not eligible***

It is not to be used to purchase products for anyone not listed as dependents on your tax return including friends and other relatives.

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## Conflicts of Interest, Continued

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### Direct and indirect reporting relationships

Supervisors may not enter into dating or personal / social relationships with AutoZoners

- with whom they have a direct or indirect reporting relationship
  - over whom they have
    - promotional or demotional authority or
    - investigative authority, or
    - hiring, firing and job-placement authority.
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### Family relationships

AutoZoners who are related, or become related while working at AutoZone, are not permitted to work together

- in the same store
- in the same department (DC, ALLDATA, SSC)
- in a direct reporting relationship, or
- in an indirect reporting relationship without the prior approval of an officer.

**Note:** If an indirect reporting relationship is approved, decisions regarding disciplinary actions, compensation, promotions or demotions are handled by the next hierarchal member of management and the director of AutoZoner Relations.

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### Further clarification about relationships

If a relationship develops that does not conform to these policies and you voluntarily advise senior management of the situation immediately, an attempt will be made to transfer you or the other AutoZoner to another location or department.

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# Corporate Opportunities

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## **Introduction**

AutoZoners are responsible for advancing AutoZone's business interests when the opportunity to do so arises.

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## **Unacceptable practices**

AutoZoners are not permitted to take for themselves – or direct to a third party – any business opportunity discovered through their position at AutoZone or through the use of AutoZone property or information.

AutoZoners must not

- use their position with AutoZone, or AutoZone property or information, for personal gain, or
  - compete with AutoZone.
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# Confidentiality

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## **Introduction**

AutoZoners may not disclose or provide confidential personal or business information, directly or indirectly, to any person or entity inside or outside of AutoZone who does not have a business need and authorization to have the information. If you receive a court order to provide personnel information, contact AutoZoner Relations, and they will respond to the request.

AutoZoners may not review, copy or otherwise access confidential information except to the extent authorized and necessary to perform their job responsibilities. These obligations also apply to any confidential or proprietary information of third parties to which you might have access in the course of employment.

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## **Definition**

Confidential information is non-public information that might be of use to our competitors or harmful to AutoZone, our employees, or our customers if disclosed and includes all data concerning AutoZone's

- business plans
  - products and pricing
  - operating procedures and systems
  - books and records
  - financial and sales reports
  - employment actions and personnel issues
  - investigative reports and statements, and
  - system passwords.
- 

## **AutoZoner privacy**

Records containing personal information about AutoZoners, including that related to health benefits, must be kept confidential. Access to such records is limited to individuals with a specific need to use the information in the performance of their duties. All inquiries regarding employment verification information must be referred to The Work Number for Everyone Customer Service at 1-800-996-7566.

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## Confidentiality, Continued

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### **Data privacy**

All AutoZone data belongs exclusively to AutoZone. AutoZoners may access, use and retain such data only for AutoZone business and not for personal benefit or the benefit of any person or entity other than AutoZone.

AutoZoners are prohibited from using any information obtained in the course of their employment about AutoZoners, vendors or customers in any manner inconsistent with that described in this Code of Conduct and other AutoZone policies and procedures.

**Note:** If you suspect data has been lost or compromised, report the details immediately to your supervisor.

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# Fair Dealing

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## Introduction

AutoZone has a history of succeeding through honest business competition. We do not seek competitive advantages through illegal or unethical business practices nor do we take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any unfair dealing.

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## Advertising practices

AutoZone presents advertised items in a favorable light in a sincere, good faith offer to sell merchandise, to help the customer obtain the right product and to “do the job right.”

### *Unacceptable*

AutoZoners must not intentionally discourage customers from purchasing advertised items in order to switch them to other merchandise which may constitute “bait and switch” sales tactics.

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## Selling practices

AutoZoners must

- deal with our customers honestly and truthfully
  - be well-informed about the performance, pricing, features and benefits of the products and services we sell
  - show a genuine concern for customers’ needs
  - give accurate information when describing AutoZone products and services or comparing our products to those offered by our competition, and
  - sell responsibly by explaining how our products and services meet customer needs and support product performance claims accurately and by fact.
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## Buying practices

AutoZoners who make buying decisions must

- be informed about the vendors they select
  - select vendors on the basis of AutoZone’s best interests – product quality, value and potential customer appeal
  - consider vendor financial condition, trade reputation and reliability, and
  - confirm that vendors
    - share our commitment to the highest ethical business standards
    - have proven records of supplying high quality products or services that are both safe and conform with the law, and
    - are business-worthy before initial orders are placed.
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## Fair Dealing, Continued

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### Unacceptable practices

The following are contrary to both our policies and the law and are **not** permitted:

- misrepresenting the truth
  - stealing proprietary information
  - possessing trade secret information that was obtained without the owner's consent, and
  - inducing secret disclosures by past or present employees of other companies.
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# Protection and Proper Use of AutoZone Assets

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**Introduction** AutoZoners are responsible for protecting AutoZone's assets and for ensuring their efficient use. AutoZone assets should be used only for legitimate business purposes. Theft, carelessness, waste and misuse directly impact AutoZone's profitability.

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**Definition** AutoZone defines assets as including

- intellectual property such as trademarks
- business and marketing plans
- salary information
- computer resources
- any unpublished financial data and reports
- equipment
- funds
- supplies
- facilities, and
- the services and labor of other AutoZoners.

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**Using the AutoZone name** AutoZone's name is used only for authorized AutoZone business and never in connection with personal or other activities unless an Executive Committee member approves and the use is in accordance with AutoZone's Vision and Values.

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**Intellectual property** Intellectual property, including trademarks, patents and information and knowledge about AutoZone's systems, products and services, belongs to AutoZone even if an AutoZoner leaves the organization. AutoZone is the sole and exclusive owner of any intellectual property made, conceived or developed by an AutoZoner in the course of employment with AutoZone. This includes original artwork, photographs, written material and inventions, patented or otherwise.

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## Protection and Proper Use of AutoZone Assets, Continued

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**Disbursement  
authorization**

Obligating AutoZone to spend or commit to spend monies requires prior authorization by approved members of management. Management may authorize expenditures within their general approval levels. General approval levels apply to the full project amount, invoice amount, expense report and/or disbursement amount. It is every AutoZoner's responsibility to familiarize themselves with the policy, approval levels and expense reimbursement practices.

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# Computer Use

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## Usage

AutoZone owns computers and communications systems to support business needs. You are the custodian of the equipment assigned for your use and share responsibility for protecting it from theft and unauthorized use.

### *Personal use*

Limited personal use is permitted provided it neither interferes with business activities or productivity nor detracts from team performance.

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## Equipment monitoring

AutoZone monitors the usage of all computers and communications equipment. AutoZone monitors usage for many reasons, including

- to protect AutoZone data
- to ensure system performance and capacity, and
- to detect criminal activity.

**Note:** There should be no expectation of privacy in your use of any AutoZone computers and communications equipment – personal or otherwise.

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## Changes to hardware and software

Computers, communications hardware, peripherals and supporting software are configured by IT to support the job you do. If anything needs to be changed, added or moved – even minor changes such as adding a screen saver – let IT do it.

Examples of changes that require approval by IT include, but are not limited to

- wireless access points
  - laptops
  - desktop computers
  - network switches and hubs, and
  - portable hard drives or USB thumb drives.
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## Software licenses and purchases

IT Purchasing must validate licensing and grant approval on all requests prior to any hardware or software installations.

At AutoZone, we respect the property and intellectual rights of others and do not copy or distribute any software. Doing so may violate laws and it certainly does not meet our values of integrity and honesty.

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## Computer Use, Continued

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### Hardware and software installation requests

Installation requests **must** be submitted using the IT Services Request form for

- software or computers owned by AutoZone
  - software or computers owned by an AutoZoner or any other individual
  - freeware, and
  - downloads from the Internet.
- 

### Passwords

Computer and voice mail passwords protect AutoZone data and resources. As an AutoZoner, you are responsible for ensuring that your password protects AutoZone from unauthorized access.

Passwords are changed

- at least once every 90 days
  - immediately when directed by Systems Support group in IT, or
  - immediately if compromised, including when a password is
    - shared with others
    - recorded and not stored in an AutoZone approved security container, or
    - stored in a readable format in the computer.
- 

### Internet use

At AutoZone, our compliance with laws and respect for our co-workers has led to the use of filters to block access to inappropriate sites and to monitor individual Internet use. If inappropriate content does appear on a website you are connected to, disconnect immediately from the site.

Inappropriate site content includes, but is not limited to

- sex and nudity
  - drugs, hate speech and extreme views
  - gambling, and
  - criminal skills, such as bomb making and hacking.
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## Computer Use, Continued

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### E-mail usage

E-mail content reflects upon you and AutoZone. At AutoZone, e-mail etiquette is to be professional and respectful.

***Be professional.***

- Always encrypt confidential data using an approved process.
- Only broadcast to all AutoZoners with the consent of the vice president of Business Relations.

***Be respectful.***

- You are not permitted to use e-mail to
  - send material that creates a hostile or uncomfortable work environment for others
  - use profanity or spread gossip or rumors
  - send derogatory or harassing messages
  - send sexually explicit material, or
  - send inappropriate jokes.
- If you receive an e-mail from a non-AutoZoner that violates our policy, delete the e-mail and ask the sender to not send that type material to you at AutoZone.

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### Viruses

AutoZone computers and communications systems are protected from disruptions caused by a virus or worm. You are not permitted to disable or modify virus protection software.

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# Compliance with Laws, Rules and Regulations

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<b>Introduction</b>	All AutoZoners are expected to comply in all respects with the laws, rules and regulations that apply to our business. Although not all AutoZoners are expected to know the details of all laws, it is important to recognize when to seek advice from supervisors.
<b>Expectations</b>	AutoZoners must adhere strictly to all applicable laws and regulations including all employment laws in effect where AutoZone does business. This requires adherence to both the letter and spirit of the law.
<b>Contract negotiations</b>	Only AutoZone officers may sign contracts that bind AutoZone to act or pay money to anyone. All contracts require two officer signatures. Under no circumstances are any other AutoZoners authorized to sign contracts. All contracts must be approved for legal form and initialed by an AutoZone attorney.
<b>Copyright laws</b>	It is illegal to copy the copyrighted work of someone else without the permission of the owner. Do not photocopy books or newspaper and magazine articles or copy software, music, or videos without consent. Any copies made with consent of the copyright owner must state that the copy was made with permission.
<b>Bribery, kickbacks and foreign business dealings</b>	<p>AutoZoners must not give AutoZone funds, property, services or labor, directly or indirectly, to anyone in order to obtain business for AutoZone or to obtain any special or unusual treatment for you or AutoZone. This includes</p> <ul style="list-style-type: none"><li>• vendors and their agents/representatives, employees, officers and directors, and</li><li>• U.S. or foreign government officials or agents.</li></ul>

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## Compliance with Laws, Rules and Regulations, Continued

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### **About insider information / trading**

Our stock and other securities are publicly traded on major exchanges and the market prices of these securities are based on what the public knows about AutoZone. Investors could gain an unfair advantage through inside, non-public information that could affect their decision to buy or sell securities. Trading on or tipping others about material, non-public information about AutoZone, its subsidiaries, vendors or licensees is illegal and unethical - it threatens AutoZone integrity and may result in serious civil and criminal penalties for individual AutoZoners and AutoZone. Many of us encounter inside information through the course of our normal business.

Examples include

- news about our financial results prior to formal release
  - planned actions regarding our stock
  - important lawsuits
  - important contracts, and
  - senior management changes.
- 

### **Insider trading laws**

The law forbids the purchase and sale of securities by anyone who has such material information, which has not been made public through distribution over major news services or through other publications widely distributed to the public. As a general rule, never discuss inside information with family or friends, suggest they trade in AutoZone stock based on our inside information or make personal investment decisions based on this information. Although insider trading is a complex issue, we can avoid violations by being careful, exercising discretion and using common sense.

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### **Workplace safety**

AutoZone believes in providing a safe and healthy work environment for all AutoZoners and requires AutoZoners to report hazards.

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### **Product safety**

AutoZone is committed to selling quality products that are safe for their intended uses, conform to all laws and regulations and meet relevant industry safety standards. When AutoZone learns of a potential product safety problem, we cooperate with manufacturers and relevant government bodies to take appropriate action. Throughout the process, our principal goal is to ensure the consumers are adequately protected.

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## Compliance with Laws, Rules and Regulations, Continued

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### **Environmental protection**

We are committed to maintaining a high level of awareness on environmental matters, cooperating with government agencies, vendors and communities in environmental protection efforts and complying with all applicable environmental laws and regulations.

We also require AutoZone and all AutoZoners to

- conserve resources through improving energy efficiency in our operations, and
  - minimize the weight, volume and toxicity of waste we generate.
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### **Political contributions and activities**

AutoZoners may not give AutoZone funds, property, services or labor directly or indirectly, to any candidate, political organization or political party without specific approval from a member of the Executive Committee. This applies to any federal, state or local election or any referendum or lobbying effort at any level of government.

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# Reporting of Illegal or Unethical Behavior

<b>Introduction</b>	AutoZone requires the reporting of noncompliance with the established Code of Conduct.
<b>Compliance</b>	All AutoZoners must abide by this Code of Conduct. No one is an exception. This is a condition of employment.
<b>Noncompliance</b>	Failure to abide by the Code of Conduct is considered a serious violation and is justification for corrective action up to and including immediate termination.
<b>Reporting noncompliance</b>	If you have knowledge of a violation of this Code of Conduct, AutoZone policy or any legal requirement, you have an obligation to report it to your supervisor or AutoZoner Relations at 1-800-510-1033. The Board of Directors should communicate any suspected violations of the Code directly to the Chairman of the Audit Committee. You may report violations and feel confident that AutoZone does not allow retaliation against you for promptly reporting noncompliance issues.
<b>Past noncompliance</b>	<p>If you question whether or not you may have violated this Code of Conduct in the past, please speak immediately with your supervisor. If you feel it is inappropriate to discuss this problem with your supervisor, contact your human resources representative or AutoZoner Relations.</p> <p>Reporting of a possible noncompliance action in the past does not automatically jeopardize your employment. Situations are reviewed on a case-by-case basis and you are expected to abide by this Code of Conduct in the future as a condition of employment.</p>
<b>Supervisors' obligation for problem resolution</b>	As a supervisor, you have an obligation to take any complaint or concern from one of your AutoZoners seriously. If you determine that action is required to correct the situation, notify all appropriate individuals and make sure the situation is investigated. Immediately report serious violations to AutoZoner Relations.

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## Reporting of Illegal or Unethical Behavior, Continued

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**Cooperation**

AutoZone is committed to quickly and effectively resolving issues that are brought to our attention. If it becomes necessary to conduct investigations, you must cooperate fully and maintain the utmost confidentiality. Failure to cooperate or breach of confidentiality during an investigation can result in disciplinary action, up to and including termination.

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## Interpretation and Waivers of the Code

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<b>Interpretations</b>	AutoZone's General Counsel is responsible for interpreting the Code of Conduct.
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<b>Waivers</b>	In certain circumstances, it may be appropriate to grant a waiver of a provision of the Code of Conduct. Any request for a waiver must be in writing and presented to the General Counsel or the General Counsel's designee. Any waiver of this Code for AutoZone's executive officers or directors may be made only by the Board of Directors or a committee of the Board, and must be promptly disclosed to stockholders in accordance with legal and regulatory requirements.
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# Reporting Contacts

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**Introduction** This section provides contact information for asking questions about this Code of Conduct and for reporting noncompliance of the Code, legal requirements and AutoZone policy.

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**Contacts** Contacts for specific topics are listed in the table below.

Report...	To the following contact...
complaints and noncompliance	<ul style="list-style-type: none"><li>• your immediate supervisor</li><li>• your human resources representative, or</li><li>• AutoZoner Relations at 1-800-510-1033.</li></ul>
insider trading and financial fraud	<ul style="list-style-type: none"><li>• Financial Fraud Hotline at 1-800-925-5150, or</li><li>• General Counsel<ul style="list-style-type: none"><li>– E-mail via Lotus Notes: General Counsel</li><li>– E-mail via Internet: <a href="mailto:generalcounsel@autozone.com">generalcounsel@autozone.com</a></li><li>– By letter or phone to<ul style="list-style-type: none"><li>▪ AutoZone, Inc., Dept. 8074</li><li>▪ P.O. Box 2198</li><li>▪ Memphis, TN 38101-9842</li><li>▪ 901-495-7966</li></ul></li></ul></li></ul> <p><b>Note:</b> Complaints may be sent anonymously. However, we prefer that you give us your contact information so that we may ask any questions that might arise from your complaint.</p>
investor inquiries	Investor Relations at 901-495-7185.
IT security issues	<a href="mailto:information.security@autozone.com">information.security@autozone.com</a>
media inquiries	Media Relations at 901-495-7962.  <b>Reminder:</b> All media inquiries must be referred to Media Relations. You are not permitted to speak with the media without prior approval.
safety hazards	<ul style="list-style-type: none"><li>• your immediate supervisor, or</li><li>• Safety Hotline at 1-800-270-6819.</li></ul> <p><b>Note:</b> Safety and health concerns and suggestions may be communicated anonymously. However, we prefer that you give us your contact information so that we may ask questions that might arise from your concern/suggestion.</p>
theft / shrink	Shrinkbuster Hotline at 1-800-848-4338.  <b>Note:</b> Theft / shrink concerns and suggestions may be communicated anonymously. However, we prefer that you give us your contact information so that we may ask questions that might arise from your concern/suggestion.

# Acknowledgement and Affirmation

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**Introduction** We believe that acknowledging your agreement to abide by the Code of Conduct on an annual basis supports our Vision and Values and helps ensure continued company growth and success.

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**In summary** The Code of Conduct FY2007 supersedes all previous issues. Failure to abide by its contents is considered a serious violation and is justification for corrective action up to and including immediate termination.

Nothing in this Code of Conduct creates a contract of employment between you and AutoZone. Your employment with AutoZone is at will and will continue for no specific period of time. It may be terminated by you or by AutoZone, with or without cause or notice, at any time.

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**Requirement** Management level AutoZoners who receive the Code of Conduct FY2007 must acknowledge that they have read and agree to comply with AutoZone's Code of Conduct.

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**Procedure** Follow the procedure below to acknowledge your responsibility to read, understand and comply with the contents stated in the Code of Conduct FY2007.

<b>If you are an AutoZoner...</b>	<b>And you are in ...</b>	<b>Then log on to AZ Policy Center...</b>
<ul style="list-style-type: none"><li>• in the store, or</li><li>• field management (such as RM, DM, RHRM)</li></ul>	the store	through Daily Online Communication (DOC) and record your acknowledgment of the Code of Conduct.
<ul style="list-style-type: none"><li>• in the SSC or CAT</li><li>• in field management (such as RM, DM, RHRM)</li><li>• in a distribution center, or</li><li>• at ALLDATA</li></ul>	an AutoZone facility that has Intranet access and a browser such as Internet Explorer, Netscape, or Firefox	directly through a browser by going to the Intranet web address: <a href="http://policy.autozone.com">http://policy.autozone.com</a> and record your acknowledgment of the Code of Conduct.

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## Code of Conduct Contact List

Contact numbers for asking questions and/or reporting noncompliance of the Code of Conduct are listed in the table below.

Contact	How to Reach the Contact
AutoZoner Relations	1-800-510-1033 Inside SSC: 7250
Financial Fraud Hotline	Reports can be submitted by the Financial Fraud Hotline to the office of the General Counsel by <ul style="list-style-type: none"> <li>• logging on to the AutoZone Policy Center and clicking on the icon for incident reporting</li> <li>• calling 1-800-925-5150</li> <li>• e-mailing <a href="mailto:generalcounsel@autozone.com">generalcounsel@autozone.com</a>, or</li> <li>• delivering the complaint to Harry Goldsmith, General Counsel, at his office, or addressed to: Department 8074 P.O. Box 2198 Memphis, TN 38101.</li> </ul>
General Counsel	General Counsel AutoZone, Inc., Dept. 8074 P.O. Box 2198 Memphis, TN 38101-9842 901-495-7966 Inside SSC: 7966 <a href="mailto:generalcounsel@autozone.com">generalcounsel@autozone.com</a>
Investor Relations	901-495-7185 Inside SSC: 7185
Systems Support	901-495-7777 Inside SSC: 7777
Media Relations	901-495-7962 Inside SSC: 7962
Safety Hotline	1-800-270-6819
Shrinkbuster Hotline	1-800-848-4338
SSC Main Switchboard	901-495-6500 Inside SSC: 6500