

[] 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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person *       |   |                   |  |                | 2. Issuer Name and Ticker or Trading Symbol  |                           |                            |              |   |                    |   |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)           |   |  |  |  |
|---|---|-------------------|--|----------------|--|---------------------------|----------------------------|--------------|---|--------------------|---|--|---|---|--|--|--|
| WALTON S ROBSON                                 |   |                   |  |                | Walmart Inc. [ WMT ]                         |                           |                            |              |   |                    |   | X Director   | ,   | v   | 109/ Owner                                     | -  |  |
| (Last) (First) (Middle)                         |   |                   |  | 3.             | 3. Date of Earliest Transaction (MM/DD/YYYY) |                           |                            |              |   |                    |   |  | X Director X 10% Owner Officer (give title below) Other (specify below)           |   |  |  |  |
| 702 S.W. 8TH STREET                             |   |                   |  |                |  |                           | 6/2                        | 26/20        | 19  |                    |   |  |   |   |  |  |  |
|   | (Stre   | eet)              |  | 4.             | If An  | nendme                    | nt, Date (                 | Origin       | al File   | d (MM/DI           | D/YYY   | Y) 6. Individual of  | or Joint/G  | roup Filing (   | Check Appl                                     | icable Line)   |  |
| BENTONVILLE, AR 72716-0215 (City) (State) (Zip) |   |                   |  |                |  |                           |                            |              |   |                    |   | X Form filed by  | X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |  |  |  |
|   |   |                   | Table I                                | Non-De         | rivati                                       | ive Sec                   | urities A                  | cquir        | ed, Dis   | posed o            | f, or I   | Beneficially Own   | ed  |   |  |  |  |
| 1.Title of Security<br>(Instr. 3)               |   |                   | 2.                                     | 2. Trans. Date |  | Deemed<br>ution<br>if any | 3. Trans. Co<br>(Instr. 8) | ode          | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                    | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) |  |   | Ownership of Form:                                    | Beneficial                                     |  |  |
|   |   |                   |  |                |  |                           | Code                       | V            | Amour   | (A) o              | r<br>Pric   | e  |   |   | Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | Ownership<br>(Instr. 4)  |  |
| Common Stock 6/26/201                           |   |                   |  | 5/26/2019      |  |                           | G                          | v            | 135000<br>(1)   | D                  | \$0   | 3214   | 3214250.4534  |   |  |  |  |
| Common Stock                                    |   |                   |  |                |  |                           |                            |              |   |                    |   | 1415891131   |   |   | I  | By<br>Limited<br>Liability<br>Company                              |  |
| Common Stock                                    |   |                   |  |                |  |                           |                            |              |   |                    |   | 4  | 4155600   |   |  | By Trust   |  |
|   | Tab   | le II - Der       | ivative S                              | ecurities      | Bene   | ficially                  | Owned (                    | ( e.g. ,     | , puts,   | calls, wa          | arran   | ts, options, conve   | rtible sec  | urities)  |  |  |  |
| 1. Title of Derivate<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Trans.<br>Date | 3A. Deeme<br>Execution<br>Date, if any | (Instr. 8)     | Acquire<br>Dispose                           |                           |                            |              | ate Exerci<br>ration Da   |                    | Securit<br>Deriva   | and Amount of<br>ies Underlying<br>tive Security<br>3 and 4) | Derivative<br>Security  | Securities<br>Beneficially<br>Owned                   | Security:                                      | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   | Security  |                   |  | Code           | V  | (A)                       | (D)                        | Date<br>Exer | cisable I   | Expiration<br>Date |   | Amount or Number of<br>Shares                                |   | Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) |  |  |

## **Explanation of Responses:**

- (1) On June 26, 2019, the reporting person made a charitable gift of 135,000 shares of Common Stock.
- (2) The reporting person is a member of Walton Enterprises, LLC, the entity that owns 1,415,891,131 shares of Common Stock. The reporting person disclaims beneficial ownership of the reported securities held by such LLC except to the extent of his pecuniary interest therein.
- (3) The reporting person is a trustee of the Walton Family Holdings Trust, the entity that owns 4,155,600 shares of Common Stock. The reporting person disclaims beneficial ownership of the reported securities held by such trust except to the extent of his pecuniary interest therein.

**Reporting Owners** 

| reporting owners               |               |           |         |       |  |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |  |
| Reporting Owner Name / Address | Director      | 10% Owner | Officer | Other |  |  |  |  |
| WALTON S ROBSON                |               |           |         |       |  |  |  |  |
| 702 S.W. 8TH STREET            | X             | X         |         |       |  |  |  |  |
| BENTONVILLE, AR 72716-0215     |               |           |         |       |  |  |  |  |

## **Signatures**

/s/ Jennifer F. Rudolph, by power of attorney

6/28/2019

\*\* Signature of Reporting Person

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.

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 control number.