

[] 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

| Name and Address of Reporting Person *                                                                               |                                                           |          |                                         |                    | 2. Issuer Name <b>and</b> Ticker or Trading Symbol |         |                              |        |                                                               |                | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                                                                                |                                                             |                                                                          |                                                       |                                                     |                                       |
|----------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|----------|-----------------------------------------|--------------------|----------------------------------------------------|---------|------------------------------|--------|---------------------------------------------------------------|----------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------|---------------------------------------|
| WALEDNIC BORGON                                                                                                      |                                                           |          |                                         |                    | WAL MADE STODES INC LAWNER                         |         |                              |        |                                                               |                |                                                                         | (Cneck all app                                                                 | oncable)                                                    |                                                                          |                                                       |                                                     |                                       |
| WALTON S ROBSON                                                                                                      |                                                           |          |                                         |                    | WAL MART STORES INC [ WMT ]                        |         |                              |        |                                                               |                |                                                                         | X Director                                                                     |                                                             | x                                                                        | 10% Owner                                             |                                                     |                                       |
| (Last)                                                                                                               | (First)                                                   | (Middle) |                                         |                    | 3. Date of Earliest Transaction (MM/DD/YYYY)       |         |                              |        |                                                               |                |                                                                         |                                                                                | give title below) Other (specify below)                     |                                                                          |                                                       |                                                     |                                       |
| 702 S.W. 8TH STREET                                                                                                  |                                                           |          |                                         |                    | 9/22/2017                                          |         |                              |        |                                                               |                |                                                                         |                                                                                |                                                             | /                                                                        | (1)                                                   |                                                     |                                       |
| (Street)                                                                                                             |                                                           |          |                                         | 4                  | 4. If Amendment, Date Original Filed (MM/DD/YYYY)  |         |                              |        |                                                               |                |                                                                         | 6. Individual o                                                                | 6. Individual or Joint/Group Filing (Check Applicable Line) |                                                                          |                                                       |                                                     |                                       |
| BENTONVILLE, AR 72716-0215                                                                                           |                                                           |          |                                         |                    |                                                    |         |                              |        |                                                               |                |                                                                         | X Form filed b                                                                 | X Form filed by One Reporting Person                        |                                                                          |                                                       |                                                     |                                       |
| (City) (State) (Zip)                                                                                                 |                                                           |          |                                         |                    |                                                    |         |                              |        |                                                               |                |                                                                         | Form filed by More than One Reporting Person                                   |                                                             |                                                                          |                                                       |                                                     |                                       |
|                                                                                                                      |                                                           |          | Table I -                               | Non-D              | eriva                                              | tive Se | curities A                   | Acq    | uired, D                                                      | ispose         | ed of, o                                                                | or Be                                                                          | neficially Own                                              | ed                                                                       |                                                       |                                                     |                                       |
| 1.Title of Security<br>(Instr. 3)                                                                                    |                                                           |          | 2. Tra                                  | ns. Date           | e 2A. Deemed<br>Execution<br>Date, if any          |         | 3. Trans. Code<br>(Instr. 8) |        | 4. Securities Acquired (A Disposed of (D) (Instr. 3, 4 and 5) |                | A) or                                                                   | 5. Amount of Securities Ben-<br>Following Reported Transac<br>(Instr. 3 and 4) |                                                             |                                                                          | Form:                                                 | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |                                       |
|                                                                                                                      |                                                           |          |                                         |                    |                                                    |         | Code                         | V      | Amount                                                        | (A) or<br>(D)  | Pri                                                                     | rice                                                                           |                                                             |                                                                          |                                                       |                                                     | (Instr. 4)                            |
| Common Stock                                                                                                         |                                                           |          | 9/22                                    | /2017              |                                                    |         | S                            |        | 714834                                                        | D              | \$79.55                                                                 | 515 (1)                                                                        | 10                                                          | 0175105                                                                  |                                                       | I                                                   | By Trust                              |
| Common Stock                                                                                                         |                                                           |          | 9/25                                    | 9/25/2017          |                                                    |         | J (2)                        |        | 2200000<br>(2)                                                | D              | \$0                                                                     | <u>(2)</u>                                                                     | 97975105                                                    |                                                                          |                                                       | I                                                   | By Trust                              |
| Common Stock                                                                                                         |                                                           |          | 9/25                                    | 9/25/2017          |                                                    |         | S                            |        | 995337                                                        | D              | \$79.44                                                                 | 449 (3)                                                                        | 96979768                                                    |                                                                          |                                                       | I                                                   | By Trust                              |
| Common Stock                                                                                                         |                                                           |          | 9/25                                    | 9/25/2017          |                                                    |         |                              |        | 66844                                                         | D              | \$80.02                                                                 | 222 (4)                                                                        | 9                                                           | 96912924                                                                 |                                                       | I                                                   | By Trust                              |
| Common Stock                                                                                                         |                                                           |          | 9/26                                    | 9/26/2017          |                                                    | s       |                              | 222985 | D                                                             | \$79.12        | 252 (5)                                                                 | 96689939                                                                       |                                                             |                                                                          | I                                                     | By Trust                                            |                                       |
| Common Stock                                                                                                         |                                                           |          |                                         |                    |                                                    |         |                              |        |                                                               |                |                                                                         |                                                                                | 334                                                         | 4955.8956                                                                |                                                       | D                                                   |                                       |
| Common Stock                                                                                                         |                                                           |          |                                         |                    |                                                    |         |                              |        |                                                               |                |                                                                         |                                                                                | 14                                                          | 15891131                                                                 |                                                       | I                                                   | By<br>Limited<br>Liability<br>Company |
| Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities) |                                                           |          |                                         |                    |                                                    |         |                              |        |                                                               |                |                                                                         |                                                                                |                                                             |                                                                          |                                                       |                                                     |                                       |
| 1. Title of Derivate<br>Security<br>(Instr. 3)                                                                       | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative | ion Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trar<br>(Instr. | Acqu<br>Dispo                                      |         |                              |        | Date Exercisable and Expiration Date                          |                | Se<br>De                                                                | ecurities                                                                      | s Underlying<br>e Security                                  | derlying ceurity 4)  Derivative Security (Security (Instr. 5) Bene Owner |                                                       | Form of Derivative Security:                        | Beneficial<br>Ownership<br>(Instr. 4) |
|                                                                                                                      | Security                                                  |          |                                         | Code               | e V                                                | (A)     | (D)                          | I      | Date<br>Exercisable                                           | Expira<br>Date | tion Ti                                                                 |                                                                                | nount or Number of ares                                     |                                                                          | Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Direct (D)<br>or Indirect<br>(I) (Instr.<br>4)      |                                       |

## **Explanation of Responses:**

- (1) This sale from the Walton Family Holdings Trust (the "Trust") was executed in multiple trades at prices ranging from \$79.25 to \$80.06, inclusive. The price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.
- (2) The transaction is a distribution of 2,200,000 shares of Common Stock, for no consideration, by the Trust to a beneficiary of the Trust.
- (3) This sale from the Trust was executed in multiple trades at prices ranging from \$79.00 to \$79.99, inclusive. The price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.
- (4) This sale from the Trust was executed in multiple trades at prices ranging from \$80.00 to \$80.10, inclusive. The price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.
- (5) This sale from the Trust was executed in multiple trades at prices ranging from \$79.00 to \$79.30, inclusive. The price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.
- (6) The reporting person is a trustee of the Trust, the entity that owns 96,689,939 shares of Common Stock. The reporting person disclaims beneficial ownership of the reported securities held by the Trust except to the extent of his pecuniary interest therein.

(7) 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.

**Reporting Owners** 

| _ 1                            |               |           |         |       |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| Reporting Owner Name / Address | Relationships |           |         |       |  |  |
| Reporting Owner Name / Address | Director      | 10% Owner | Officer | Other |  |  |
| WALTON S ROBSON                |               |           |         |       |  |  |
| 702 S.W. 8TH STREET            | $\mathbf{X}$  | X         |         |       |  |  |
| BENTONVILLE, AR 72716-0215     |               |           |         |       |  |  |

## **Signatures**

| /s/ Jennifer F. Rudolph, by power of attorney | 9/26/2017 |  |  |
|-----------------------------------------------|-----------|--|--|
| ** 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.