

[] 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

OMB APPROVAL
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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.] | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|---|---|---|---|--|--|---|--|--|--|---|--|---|--|--|---|--|
| ffrey J | | | | W | ΆL | MAR | T STO | RE | S INC | C [WM | [T] | | | , | | | |
| (Last) (First) (Middle) | | | | 3.] | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | | | | | |
| | | | | | 1/24/2017 | | | | | | | | | | | | |
| 702 SOUTHWEST 8TH STREET | | | | | 1/24/201/ | | | | | | | | | | | | |
| (Stre | eet) | | | 4.] | If An | nendme | ent, Date C | Origi | nal Fil | ed (MM/D | D/YYY | YY) | 6. Individual o | or Joint/G | roup Filing | (Check Appl | licable Line) |
| LLE, AF | R 72716- | -0215 | | | | | | | | | | | X Form filed by | y One Repo | rting Person | ercon | |
| City) (Sta | ate) (Z | (ip) | | | | | | | | | | | roini inca by | wiore man | one reporting i | CISOII | |
| | | Table | | | | | | - | | | | | | | ally Owned | 6 | 7. Nature |
| 1.Title of Security (Instr. 3) | | | 2. Trun | | | | | or Dispos | | osed of (D) | | F | Following Reported Transaction(s) (Instr. 3 and 4) | | | Ownership Form: | of Indirect Beneficial |
| | | | | | | | Code | V | Amoui | (A) or (D) | Pric | ce | | | | | Ownership (Instr. 4) |
| Common Stock 1/24/201 | | | | 2017 | , | | F | 2317 (1) | D | \$66.65 | 55 | 117066.689 | | D | | | |
| | | | | | | | | | | | | | 11 | 11.7592 | | I | By 401(k) Plan |
| Tab | le II - Dei | rivative | Secu | rities] | Bene | ficially | Owned (| e.g. | , puts | , calls, wa | arraı | nts, o | options, conve | rtible sec | eurities) | | |
| 2. Conversion or Exercise Price of Derivative | Date Execu | Executi | cution (Inst | | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | Expiration Date | | | rities U vative | Underlying Security | Derivative Security | derivative Securities Beneficially Owned | Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Security | | | | | | | | | e ercisable | Expiration | Title | Amo | | | Reported Transaction(s) | or Indirect | |
| | (First WEST 8 (Strot LLE, AF City) (Sta | (First) (N WEST 8TH STI (Street) (LLE, AR 72716- City) (State) (Z Table II - Der 2. Conversion or Exercise Price of Derivative | (First) (Middle) WEST 8TH STREET (Street) (Street) (ILLE, AR 72716-0215 (Eity) (State) (Zip) Table Table Table II - Derivative 2. Conversion or Exercise Date of Execution Date, if Price of Derivative | (First) (Middle) WEST 8TH STREET (Street) (Street) (LLE, AR 72716-0215 (Sity) (State) (Zip) Table I - No. 2. Trans 1/24/ Table II - Derivative Secution Or Exercise Date of Derivative Date, if any | (First) (Middle) 3 WEST 8TH STREET (Street) 4 (ILLE, AR 72716-0215 (Sity) (State) (Zip) Table I - Non-Der 2. Trans. Date 1/24/2017 Table II - Derivative Securities 2. Conversion or Exercise Price of Derivative Date Securities 1 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 4 4 (Instr. 8) | Firey J (First) (Middle) 3. Date WEST 8TH STREET (Street) 4. If Ar (LLE, AR 72716-0215 (Sity) (State) (Zip) Table I - Non-Derivat 2. Trans. Date Execution Date, if any Table II - Derivative Securities Beneral Execution Date, if any At Trans. Code (Instr. 8) | (First) (Middle) 3. Date of Earl WEST 8TH STREET (Street) 4. If Amendment (ELLE, AR 72716-0215 (Sity) (State) (Zip) Table I - Non-Derivative Securities 2. Trans. Date 2A. Deemed Execution Date, if any 2A. Deemed (Instr. 8) 2A. Deemed | (First) (Middle) 3. Date of Earliest Trans WEST 8TH STREET (Street) 4. If Amendment, Date (Middle) 5. It Amendment, Date (Middle) 6. It Amendment, Date (Middle) 6. It Amendment, Date (Middle) 7. It Amendment, Date (Middle) 6. It Amendment, Date (Middle) 7. It Amendment, Date (Minstr. 8) 8. I | (First) (Middle) 3. Date of Earliest Transaction WEST 8TH STREET 1/24/2 (Street) 4. If Amendment, Date Origin ILLE, AR 72716-0215 (State) (Zip) 2. Trans. Date 2A. Deemed Execution Date, if any 2. Trans. Code (Instr. 8) Table II - Derivative Securities Beneficially Owned (e.g. 1/24/2017) F Table II - Derivative Securities Beneficially Owned (e.g. 1/24/2017) Bate Execution Date, if any 2. Trans. Code (Instr. 8) Code V 1/24/2017 F Table II - Derivative Securities Beneficially Owned (e.g. 1/24/2017) Bate Execution Date, if any 2. Trans. Code (Instr. 8) Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | WAL MART STORES INC (First) (Middle) 3. Date of Earliest Transaction (MM. WEST 8TH STREET 1/24/2017 (Street) 4. If Amendment, Date Original File (Strey) (State) (Zip) 2. Trans. Date 2A. Deemed Execution Date, if any 1/24/2017 F 2317 (Instr. 3) Code V Amount 1/24/2017 F 2317 (Instr. 3) A. Deemed Execution Date, if any 1/24/2017 F 2317 (Instr. 3) A. Deemed Execution Date, if any 1/24/2017 F 2317 (Instr. 3) A. Deemed Execution Date, if any 1/24/2017 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | WAL MART STORES INC [WM. 3. Date of Earliest Transaction (MM/DD/YYYY WEST 8TH STREET | WAL MART STORES INC [WMT] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) WEST 8TH STREET 1/24/2017 (Street) 4. If Amendment, Date Original Filed (MM/DD/YY (ILLE, AR 72716-0215 (Stry) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or 2. Trans. Date Execution Date, if any State Date Date, if any State Date Date, if any Date, i | WAL MART STORES INC [WMT] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) WEST 8TH STREET (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) LLE, AR 72716-0215 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Ben 2. Trans. Date Execution Date, if any Street Price of Conversion or Exercise Price of Derivative Securities | (Check all appropriate | (Check all applicable) WAL MART STORES INC [WMT] (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Trans. Date 2A. Deemed 2. Trans. Code 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8) Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible security on Exercise Price of Date of Execution Date, if any Date of Derivative Securities Date of Derivative Securities Date of Derivative Securities Date of Execution Date, if any Date of Derivative Securities Date of Derivative Security Date of Derivative Security (Instr. 3) And and 5) (Check all applicable) Director X_Officer (give title bele Execution (MM/DD/YYYY) 6. Individual or Joint/G X_Form filed by One Report of Date of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8) A securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 117066.689 1111.7592 Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible security (Instr. 3) B. Price of Derivative Securities Derivative Securities Date of Derivative Security (Instr. 3) B. Price of Derivative Security (Instr. 3) Conversion Date of Derivative Security (Instr. 3) B. Price of Derivative Security (Instr. 3) Derivative Security (Instr. 5) | Check all applicable Check all applicable Check all applicable Check all applicable Director 10 | Check all applicable Check all applicable Check all applicable Director 10% Owner 10% Owne |

Explanation of Responses:

(1) Represents shares withheld to satisfy tax withholding obligations upon the vesting of previously-reported restricted stock.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|----------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| Gearhart Jeffrey J 702 SOUTHWEST 8TH STREET | | | Executive Vice President | | | | | |
| BENTONVILLE, AR 72716-0215 | | | L'Accuerve vice i resident | | | | | |

Signatures

| /s/ Geoffrey W. Edwards, by Power of Attorney | 2/3/201 |
|---|---------|
| **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.

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