

[] 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 <b>and</b> Ticker or Trading Symbol						bol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Foran Gregory S  (Last) (First) (Middle)  702 SW 8TH STREET  (Street)  BENTONVILLE, AR 72716  (City) (State) (Zip)					Walmart Inc. [ WMT ]  3. Date of Earliest Transaction (MM/DD/YYYY)  2/15/2018							Director 10% Owner X Officer (give title below) Other (specify below) Executive Vice President				
		r	Гable I -	- Non-Dei	rivat	ive Sec	urities Ac	quir	ed, D	isposed	<u> </u>	neficially Own				
1.Title of Security (Instr. 3)  2. Trans. Da					2A. Deemed Execution Date, if any		3. Trans. Code (Instr. 8)		or Disp	ecurities Acquired (A) Disposed of (D) tr. 3, 4 and 5)  (A) or ount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common 2/15/2018				2/15/2018			M		2454 (1)	A	\$0	1	138137		D	
Common 2/15/2018				2/15/2018			F		82 (2	D	\$101.70	138055		D		
	Tab	le II - Deri	vative S	ecurities l	Bene	ficially	Owned (	e.g.	, puts	, calls, v	varrants,	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date Exe	3A. Deem Execution Date, if an		Derivat Securiti (A) or I (D)			6. Date Exercisable and Expiration Date		7. Title and Securities Derivative (Instr. 3 an	Jnderlying Derivativ Security Security	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units	<u>(1)</u>	2/15/2018		M			2454		(1)	(1)	Common	2454	\$0	0	D	

#### **Explanation of Responses:**

- (1) Represents cash-settled restricted stock units that vested on February 15, 2018, but which were deferred in the form of stock units until a later date.
- (2) Represents stock units withheld to satisfy tax withholding obligations upon the vesting of cash-settled restricted stock units. While the remaining units are to be settled in cash, the settlement has been deferred to a future date, at which time the units will settle for an amount of cash equal to the then fair market value of an equal number of shares of common stock.

### **Reporting Owners**

Panorting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Address Director 10% Owner Officer		Officer	Other				
Foran Gregory S								
702 SW 8TH STREET			Executive Vice President					
BENTONVILLE, AR 72716								

#### **Signatures**

/s/ Geoffrey W. Edwards, by power of attorney	2/16/2018		
**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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