

WALTON JIM C
Form 4
December 15, 2017

FORM 4

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WALTON JIM C

2. Issuer Name and Ticker or Trading Symbol
WAL MART STORES INC [WMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 1860
(Street)
BENTONVILLE, AR 72712

3. Date of Earliest Transaction (Month/Day/Year)
12/13/2017

____ Director 10% Owner
____ Officer (give title below) Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------------|---|------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/13/2017 | | J ⁽¹⁾ | | 400,000 ₍₁₎ | D | \$ 0 ₍₁₎ | 81,002,271 | I | By Trust ₍₂₎ |
| Common Stock | 12/13/2017 | | J ⁽³⁾ | | 200,000 ₍₃₎ | A | \$ 0 ₍₃₎ | 11,257,224 | D | |
| Common Stock | 12/13/2017 | | G | V | 550,000 ₍₄₎ | D | \$ 0 | 10,707,224 | D | |
| Common Stock | 12/15/2017 | | G | V | 200,000 ₍₅₎ | D | \$ 0 | 10,507,224 | D | |
| Common Stock | | | | | | | | 1,415,891,131 | I | By Limited Liability Company |

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- (4) On December 13, 2017, the reporting person made a charitable gift of 550,000 shares of Common Stock.
- (5) On December 15, 2017, the reporting person made a charitable gift of 200,000 shares of Common Stock.

The reporting person is a member of Walton Enterprises, LLC, the entity that owns 1,415,891,131 shares of Common Stock. The

- (6) reporting person disclaims beneficial ownership of the reported securities held by such LLC except to the extent of his pecuniary interest therein.

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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