UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 *

WALTON JIM C

(WAL MART STORES INC [ WMT ]

2. Issuer Name and Ticker or Trading Symbol

P.O. BOX 1860

3. Date of Earliest Transaction (MM/DD/YYYY)

BENTONVILLE, AR 72712

8/23/2017

4. If Amendment, Date Original Filed (MM/DD/YYYY)

BENTONVILLE, AR 72712

5. Relationship of Reporting Person(s) to Issuer

(See Instruction 1(b)).

(1) Director

(2) Officer (give title below)

(3) 10% Owner

(4) Other (specify below)

(6) Individual or Joint/Group Filing (Check Applicable Line)

___ Form filed by More than One Reporting Person

__ 10% Owner

_ Form filed by One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date</th>
<th>Trans. Code</th>
<th>Deemed Exercisable Date, if any</th>
<th>Securities Acquired or Disposed of (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount</th>
<th>Price</th>
<th>Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>8/23/2017</td>
<td>S</td>
<td>646330</td>
<td>D</td>
<td>$80.2025</td>
<td>106474772</td>
<td>I</td>
</tr>
<tr>
<td>Common Stock</td>
<td>8/24/2017</td>
<td>S</td>
<td>129628</td>
<td>D</td>
<td>$80.4406</td>
<td>106345144</td>
<td>I</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>10507224</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Date</th>
<th>Trans. Code</th>
<th>Deemed Exercisable Date, if any</th>
<th>Securities Acquired or Disposed of (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Beneficially Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</table>

Explanation of Responses:

(1) This sale from the Walton Family Holdings Trust was executed in multiple trades at prices ranging from $80.00 to $80.54, 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) This sale from the Walton Family Holdings Trust was executed in multiple trades at prices ranging from $80.00 to $80.88, 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.

(3) The reporting person is a trustee of the Walton Family Holdings Trust, the entity that owns 106,345,144 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.

(4) 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

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>WALTON JIM C</td>
<td>Director, 10% Owner, Officer</td>
</tr>
</tbody>
</table>

P.O. BOX 1860
BENTONVILLE, AR 72712

Signatures

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden hours per response... 0.5
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).


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.