**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

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**1. Name and Address of Reporting Person**

Penner Gregory Boyd  
702 S.W. 8TH STREET  
BENTONVILLE, AR 72716-0215

**2. Issuer Name and Ticker or Trading Symbol**

Walmart Inc. [ WMT ]

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

6/30/2020

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

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**5. Relationship of Reporting Person(s) to Issuer**

- [X] Director  
- 10% Owner  
- Officer (give title below)  
- Other (specify below)

**6. Individual or Joint/Group Filing**

- [X] Form filed by One Reporting Person  
- ___ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>6/30/2020</td>
<td>A</td>
<td>444 (A)</td>
<td>65095.8897 (D)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Represents quarterly director compensation, which the Reporting Person elected to defer in the form of shares. The number of shares was determined by using the closing price of the Issuer's common stock on the date of grant.

2. Balance adjusted to reflect phantom shares acquired as dividend equivalents on deferred stock.

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

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Penner Gregory Boyd</td>
<td>Director X</td>
</tr>
</tbody>
</table>

**Signatures**

/s/ Jennifer F. Rudolph, by Power of Attorney  
7/2/2020

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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.

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