Form 4 obligations may be 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

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

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

I. Name and Address of Reporting Person

WALTON JIM C

P.O. BOX 1860

BENTONVILLE, AR 72712

(Street)

(First) (Middle) (Last)

2. Issuer Name and Ticker or Trading Symbol

Walmart Inc. [ WMT ]

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

5/17/2019

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

5/17/2019

5. Relationship of Reporting Person(s) to Issuer

Director

X 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>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>5/17/2019</td>
<td>S</td>
<td>674630 D</td>
<td>$100.6465</td>
<td>12792308</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/17/2019</td>
<td>S</td>
<td>952221 D</td>
<td>$101.3942</td>
<td>11840087</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/20/2019</td>
<td>J</td>
<td>1181000 D</td>
<td>$101.9723</td>
<td>10659087</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/20/2019</td>
<td>S</td>
<td>148168 D</td>
<td>$100.9603</td>
<td>10510919</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/20/2019</td>
<td>S</td>
<td>672568 D</td>
<td>$101.5548</td>
<td>9838351</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>17502080 D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 7)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 8)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>Code</td>
<td>V</td>
<td>(A)</td>
<td>(D)</td>
<td>Title</td>
<td>Amount of Shares</td>
<td></td>
<td>Direct (D)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Date Exercisable</td>
<td>Expiration Date</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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Explanation of Responses:

1. This sale from the Walton Family Holdings Trust (the "Trust") was executed in multiple trades at prices ranging from $100.00 to $100.99, 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 Trust was executed in multiple trades at prices ranging from $101.00 to $101.95, 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. This transaction is a distribution of 1,181,000 shares of Common Stock, for no consideration, by the Trust to a beneficiary of the Trust.

4. This sale from the Trust was executed in multiple trades at prices ranging from $100.25 to $101.24, 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.

5. This sale from the Trust was executed in multiple trades at prices ranging from $101.25 to $101.97, 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.

6. The reporting person is a trustee of the Trust, the entity that owns 9,838,351 shares of Common Stock. The reporting person disclaims beneficial ownership.
of the reported securities held by the Trust except to the extent of his pecuniary interest therein.

(7) 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>X</td>
</tr>
<tr>
<td>P.O. BOX 1860</td>
<td></td>
</tr>
<tr>
<td>BENTONVILLE, AR 72712</td>
<td></td>
</tr>
</tbody>
</table>

**Signatures**

/s/ Jennifer F. Rudolph, by Power of Attorney  5/21/2019

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.