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

1. Name and Address of Reporting Person

WALTON JIM C

P.O. BOX 1860
BENTONVILLE, AR 72712

2. Issuer Name and Ticker or Trading Symbol

WAL MART STORES INC [ WMT ]

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

2/28/2017

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


5. Individual or Joint/Group Filing (Check Applicable Line)

X 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

<table>
<thead>
<tr>
<th>Security</th>
<th>Date, if any</th>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>2/28/2017</td>
<td>S</td>
<td>1947020</td>
<td>D</td>
<td>$70.6485</td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/28/2017</td>
<td>J (2)</td>
<td>1715000</td>
<td>D</td>
<td>$0</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3/1/2017</td>
<td>S (2)</td>
<td>2023992</td>
<td>D</td>
<td>$70.443</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3/2/2017</td>
<td>S</td>
<td>571349</td>
<td>D</td>
<td>$70.4987</td>
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<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>10507127</td>
<td></td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Date, if any</th>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Exercisable Date</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
</table>

Explanation of Responses:

(1) This sale from the Walton Family Holdings Trust was executed in multiple trades at prices ranging from $70.25 to $70.955, inclusive. The price reported above reflects the weighted average sales 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 transaction is a distribution of 1,715,000 shares of Common Stock, for no consideration, by the Walton Family Holdings Trust (the "Trust") to certain beneficiaries of the Trust.

(3) This sale from the Walton Family Holdings Trust was executed in multiple trades at prices ranging from $70.15 to $71.01, inclusive. The price reported above reflects the weighted average sales 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.

(4) This sale from the Walton Family Holdings Trust was executed in multiple trades at prices ranging from $70.17 to $70.78, inclusive. The price reported above reflects the weighted average sales 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) The reporting person is a trustee of the Walton Family Holdings Trust, the entity that owns 134,205,978 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.

(6) 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.
<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>WALTON JIM C</td>
<td>Director X</td>
</tr>
<tr>
<td>P.O. BOX 1860</td>
<td>10% Owner</td>
</tr>
<tr>
<td>BENTONVILLE, AR 72712</td>
<td>Officer</td>
</tr>
</tbody>
</table>

Signatures

/s/ Jennifer F. Rudolph, by Power of Attorney  3/2/2017

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.