FORM 4

[ ] Check this box if no longer 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

McMillon C Douglas
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)

3/9/2018

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


5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

__ X __ Director
__ X __ 10% Owner
__ __ Officer (give title below)

President and CEO

6. 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>1. Title of Security (Instr. 3)</th>
<th>2. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 8)</th>
<th>5. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>3/9/2018</td>
<td></td>
<td>A</td>
<td>152915 (1)</td>
<td>A 50 1086418.079 (2)</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3/9/2018</td>
<td></td>
<td>F</td>
<td>70724 (2)</td>
<td>D 87.92 1015694.079</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3/9/2018</td>
<td></td>
<td>A</td>
<td>230543 (2)</td>
<td>A 50 1246237.079</td>
<td>D</td>
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<tr>
<td>Common Stock</td>
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Explanation of Responses:

(1) Represents the vesting of performance share units for the three-year period ending January 31, 2018, as certified by the Compensation and Management Development Committee on March 9, 2018.

(2) Balance adjusted to reflect shares acquired through the Walmart Inc. Associate Stock Purchase Plan.

(3) Represents shares withheld to satisfy tax withholding obligations upon the vesting of performance share units.

(4) Represents restricted stock units earned by Reporting Person upon achievement of performance goals for the one-year period ended Jan. 31, 2018, as certified by the Compensation and Management Development Committee on March 9, 2018. The restricted stock units are scheduled to vest Jan. 31, 2020 if Reporting Person remains employed by Issuer on that date.

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

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Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
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<tbody>
<tr>
<td>McMillon C Douglas</td>
<td>X President and CEO</td>
</tr>
</tbody>
</table>

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

/s/ Geoffrey W. Edwards, By Power of Attorney 3/13/2018

**Signature of Reporting Person**

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.