## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**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

**Walmart Inc. [ WMT ]**

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

3/5/2020

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Deemed Execution Date, if any</th>
<th>Acquired (A) or Disposed of (D)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>3/5/2020</td>
<td>V</td>
<td>415000000</td>
<td>D</td>
<td>By Trust</td>
</tr>
<tr>
<td>Common Stock</td>
<td>3/5/2020</td>
<td>V</td>
<td>415000000</td>
<td>A</td>
<td>By Trust</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>Trans. Date</th>
<th>Trans. Code</th>
<th>Deemed Execution Date, if any</th>
<th>Exercisable and Expiration Date</th>
<th>Number of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Explanation of Responses:

1. The reporting person is a member of Walton Enterprises, LLC ("Walton Enterprises"). The securities were contributed by Walton Enterprises to the Walton Family Holdings Trust (the "Trust"), a trust established for the benefit of the holders of the membership interests of Walton Enterprises, on 03/05/2020 (the "Transaction"). Following the Transaction, Walton Enterprises owns 1,000,891,131 shares of Common Stock. The reporting person disclaims beneficial ownership of the reported securities held by Walton Enterprises except to the extent of his pecuniary interest therein.

2. The reporting person is a trustee of the Trust, the entity that owns 419,155,600 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.

### Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>WALTON JIM C P.O. BOX 1860 BENTONVILLE, AR 72712</td>
<td>X</td>
</tr>
</tbody>
</table>

### Signatures

/\ Jennifer F. Rudolph, by Power of Attorney  
3/6/2020

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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. 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.