**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**

   Lore Marc E.  
   221 RIVER STREET, 8TH FLOOR  
   HOBOKEN, NJ 07030

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

   Walmart Inc. [ WMT ]

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

   2/19/2019

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

   X Form filed by One Reporting Person

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

   Executive Vice President

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

| Title of Security | Trans. Date | Date of Deemed Execution Date | Code | Amount | Price | Shares
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</tr>
</thead>
<tbody>
<tr>
<td>Common</td>
<td>2/19/2019</td>
<td>F</td>
<td>29232</td>
<td>D</td>
<td>$99.99</td>
<td>3105870</td>
</tr>
</tbody>
</table>

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

| Title of Derivate Security (Instr. 3) | Trans. Date | Date of Deemed Execution Date | Code | Amount | Shares
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<td>D</td>
<td>3105870</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) Represents stock units withheld to satisfy tax withholding obligations upon the partial vesting of previously reported 3,554,093 restricted stock units (the "RSUs") that were granted to the Reporting Person on September 19, 2016, in connection with, and in consideration of, the Issuer's acquisition of Jet.com, Inc. and the Reporting Person becoming an employee and executive officer of the Issuer. The Reporting Person cannot exercise voting rights over the remaining portion of the unvested RSUs.

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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
</table>
| Lore Marc E.  
   221 RIVER STREET, 8TH FLOOR  
   HOBOKEN, NJ 07030 | Executive Vice President |

**Signatures**

/s/ Kristopher A. Isham, by power of attorney  2/21/2019

**Signature of Reporting Person**  
**Date**

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.