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

Penner Gregory Boyd
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)

6/3/2021

4. If Amendment, Date Original Filed


5. Relationship of Reporting Person(s) to Issuer

_ X_ Director

____ 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

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

1. Title of Security (Instr. 3)

Common Stock

2. Trans. Date

6/3/2021

2A. Deemed Execution Date, if any


3. Trans. Code

V

4. Securities Acquired (A) or Disposed of (D)

(A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

68891.842

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

7. Nature of Indirect Beneficial Ownership (Instr. 4)


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

1. Title of Derivate Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Trans. Date

4. Trans. Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

6. Date Exercisable and Expiration Date

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)

8. Price of Derivative Security (Instr. 5)

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

(1) Represents the annual equity grant as part of the Reporting Person’s non-management director compensation. The receipt of these shares was deferred to a future date under an election previously made by the Reporting Person.

(2) Balance adjusted to reflect phantom shares acquired as dividend equivalents on deferred stock.

Reporting Owners

Penner Gregory Boyd
702 S.W. 8TH STREET
BENTONVILLE, AR 72716-0215

Signatures

_/s/ Jennifer F. Rudolph, by Power of Attorney_ 6/4/2021

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.