WAL MART STORES INC

Form 4 June 02, 2016

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Common

05/31/2016

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Foran Gregory S | | | 2. Issuer Name and Ticker or Trading Symbol WAL MART STORES INC [WMT] | | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
|---|---------------------|--------------------------------|--|--|---|------------|-----------|---|--|--------------------------------------|---------------------------------------|--------------|--|
| a | | | | | | | | | (Check all applicable) | | | | |
| (Last) | (First) (I | | 3. Date of Earliest Transaction | | | | | . | | 100 | | | |
| 702 SW 8T | | (Month/Day/Year) 05/31/2016 | | | | | | Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President | | | | | |
| | | 4. If Amendment, Date Original | | | | | | 6. Individual or Joint/Group Filing(Check | | | | | |
| | | Filed(Month/Day/Year) | | | | | | Applicable Line) _X_Form filed by One Reporting Person | | | | | |
| BENTONVILLE, AR 72716 | | | | | | | | | Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | ly Owned | |
| 1.Title of | 2. Transaction Date | 2A. Deem | ned | 3. | | 4. Securit | ties A | equired | 5. Amount of | f | 6. Ownership | 7. Nature of | |
| Security (Month/Day/Year) Execution | | | , | | | | | ` ′ | Securities | | Form: Direct | | |
| (Instr. 3) | | any (Month/D | ay/Year) | Code (Instr. 3, 4 and 5) y/Year) (Instr. 8) | | | 5) | Beneficially Owned Following | Indirec | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | | | (A) or | | Reported Transaction(s (Instr. 3 and | | | | |
| | | | | Code | V | Amount | (D) | Price | | , | | | |
| Common | 05/31/2016 | | | A | | 9,769 | A | \$0 | 123,850 | | D | | |

430 (2) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

123,420

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|-----------------|-------------|-----------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | | Amount of | | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | Title Nur | Number | | |
| | | | | C + V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Foran Gregory S 702 SW 8TH STREET BENTONVILLE, AR 72716

Executive Vice President

Signatures

/s/ Geoffrey W. Edwards, by power of attorney

06/02/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents deferred stock units credited to the Reporting Person's account as a result of the vesting of restricted stock units on May 31, **(1)** 2016.
- (2) Represents shares withheld to satisfy tax withholding obligations upon the vesting of restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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