WAL MART STORES INC
Reported by
MENZER JOHN B

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 03/03/06 for the Period Ending 03/01/06

Address 702 SOUTHWEST 8TH ST
          BENTONVILLE, AR 72716
Telephone 501-273-4000
CIK 0000104169
Symbol WMT
SIC Code 5331 - Variety Stores
Industry Retail (Department & Discount)
Sector Services
Fiscal Year 01/31
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *

MENZER JOHN B
702 S.W. 8TH STREET
BENTONVILLE, AR 72716

2. Issuer Name and Ticker or Trading Symbol

WAL MART STORES INC [ WMT ]

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

3/1/2006

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


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

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

Vice Chairman

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

1. Title of Security (Instr. 3)

Performance Shares

2. Trans. Date 

3/1/2006

3. Trans. Code (Instr. 4) 

A

4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) 

(A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

31809

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)

Performance Shares

2. Conversion or Exercise Price of Derivative Security


3. Trans. Date 

3/1/2006

4. Trans. Code (Instr. 5) 

A

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

31809

6. Date Exercisable and Expiration Date

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

Common Stock 31809

8. Price of Derivative Security (Instr. 5)

$0.00

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

31809

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

D

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


Explanation of Responses:

(1) On March 1, 2006 the Compensation, Nominating and Governance Committee certified the revenue growth and the return on investment performance goals for the first tranche of performance shares awarded on January 3, 2005. The pay out of the performance shares will occur on or after March 20, 2006 and may be taken in shares of common stock, cash, or a combination of the two, which will be reported on a Form 4.

Reporting Owners

Reporting Owner Name / Address

MENZER JOHN B
702 S.W. 8TH STREET
BENTONVILLE, AR 72716

Relationships

Director 10% Owner Officer Other

Vice Chairman

Signatures


** 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.