WAL MART STORES INC
Reported by
GEARHART JEFFREY J

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 04/01/15 for the Period Ending 03/30/15

Address 702 SOUTHWEST 8TH ST
BENTONVILLE, AR 72716
Telephone 5012734000
CIK 0000104169
Symbol WMT
SIC Code 5331 - Variety Stores
Industry Retail (Department & Discount)
Sector Services
Fiscal Year 01/31
**FORM 4**

[ ] Check this box if no longer subject to Section 16. 
Form 4 or Form 5 obligations may continue. 
*See Instruction 1(b).*

**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

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1. **Name and Address of Reporting Person** *
   
   Gearhart Jeffrey J
   
   (Last) (First) (Middle)
   
   702 SOUTHWEST 8TH STREET
   
   (Street)
   
   BENTONVILLE, AR 72716-0215
   
   (City) (State) (Zip)

2. **Issuer Name and Ticker or Trading Symbol**
   
   WAL MART STORES INC [ WMT ]

3. **Date of Earliest Transaction (MM/DD/YYYY)**
   
   3/30/2015

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

5. **Individual or Joint/Group Filing (Check Applicable Line)**
   
   _X_ Form filed by One Reporting Person  
   ___ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>3/30/2015</td>
<td></td>
<td></td>
<td>Code V Amount (A) or (D) Price</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td>D 730 $81.35</td>
<td>102022.507 D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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<td></td>
<td></td>
<td></td>
<td>Code V (A) (D) Date Exercisable Expiration Date Title Amount of Number of Shares Shares</td>
<td></td>
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</table>

**Explanation of Responses:**

(1) Represents shares withheld to satisfy tax withholding obligations upon the vesting of restricted stock.

(2) Balance adjusted to reflect shares acquired through the Wal-Mart Stores, Inc. 2004 Associate Stock Purchase Plan.

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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gearhart Jeffrey J</td>
<td>Director</td>
</tr>
<tr>
<td>702 SOUTHWEST 8TH STREET</td>
<td>10% Owner</td>
</tr>
<tr>
<td>BENTONVILLE, AR 72716-0215</td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>Executive Vice President</td>
</tr>
</tbody>
</table>

**Signatures**


**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.