# 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

ASHE NEIL  
850 CHERRY AVENUE  
SAN BRUNO, CA 94066

## 2. Issuer Name and Ticker or Trading Symbol

WAL MART STORES INC [ WMT ]

## 3. Date of Earliest Transaction

1/28/2016

## 4. If Amendment, Date Original Filed

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

- [X] Officer (give title below)  
  Executive Vice President

## 6. Individual or Joint/Group Filing

- [X] Form filed by One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Date</th>
<th>Trans. Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common</td>
<td>1/28/2016</td>
<td>V</td>
<td>572</td>
<td>63.95</td>
</tr>
</tbody>
</table>

## Table II - Derivative Securities Beneficially Owned

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

- Represents shares withheld to satisfy tax withholding obligations upon the vesting of restricted stock. The receipt of the shares was deferred until a future date.

## Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
</table>
| ASHE NEIL  
850 CHERRY AVENUE  
SAN BRUNO, CA 94066 | Executive Vice President |

## Signatures

/s/ Geoffrey W. Edwards, by Power of Attorney  
2/1/2016

**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.