

DISTRIBUTION & SERVICE D&S SA

Filed by
WAL MART STORES INC

FORM CB/A
(Amended Tender Offer/Rights Offering Notification)

Filed 01/27/09

Telephone	0115622005000
CIK	0001046247
SIC Code	5331 - Variety Stores
Industry	Retail (Department & Discount)
Sector	Services
Fiscal Year	12/31

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form CB
Amendment No. 6**

TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

Securities Act Rule 801 (Rights Offering)	<input type="checkbox"/>
Securities Act Rule 802 (Exchange Offer)	<input type="checkbox"/>
Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)	<input type="checkbox"/>
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)	<input checked="" type="checkbox"/>
Exchange Act Rule 14e-2(d) (Subject Company Response)	<input type="checkbox"/>

Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)

Distribución y Servicio D&S S.A.
(Name of Subject Company)

Not Applicable
(Translation of Subject Company's Name into English (if applicable))

Republic of Chile
(Jurisdiction of Subject Company's Incorporation or Organization)

**Inversiones Australes Tres Limitada
Wal-Mart Stores, Inc.**
(Name of Person(s) Furnishing Form)

American Depositary Shares
(Title of Class of Subject Securities)

254753106
(CUSIP Number of Class of Securities)

Shares of Common Stock
(Title of Class of Subject Securities)

Not Applicable
(CUSIP Number of Class of Securities)

Not Applicable
(Name, Address (including zip code) and Telephone Number (including area code) of
Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

December 23, 2008
(Date Tender Offer/Rights Offering Commenced)

PART I - INFORMATION SENT TO SECURITY HOLDERS

Item 1. Home Jurisdiction Documents

The following documents are attached as exhibits to this Form:

<u>Exhibit Number</u>	<u>Description</u>
1.*	English translation of Chilean Prospectus dated December 23, 2008.
2.*	English translation of Chilean Notice of Commencement.

* Previously furnished as Exhibits 2 and 3 to Form CB filed with the Securities and Exchange Commission on December 23, 2008.

Item 2. Informational Legends

Not applicable.

PART II - INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS

<u>Exhibit Number</u>	<u>Description</u>
3.**	Notice to U.S. Stockholders of Distribución y Servicio D&S S.A. (the "U.S. Supplement").
4.**	ADS Letter of Transmittal.
5.**	Form of Acceptance.
6.**	Summary newspaper advertisement published in <i>The Wall Street Journal</i> on December 23, 2008.
7.**	Form of Letter to brokers, dealers, commercial banks, trust companies and other nominees.
8.***	English translation of response, dated January 2, 2009, by Mr. Felipe Ibáñez Scott, to a letter from the Superintendency of Securities and Insurance (the "SVS"), dated December 24, 2008.
9.***	English translation of newspaper advertisement published in <i>El Mercurio</i> , a Chilean newspaper, on January 5, 2009.
10.****	English translation of interview with representatives of IM Trust Corredores de Bolsa S.A. published by <i>El Mercurio</i> , a Chilean newspaper, on January 12, 2009.
11.*****	Agreement to Tender, dated as of December 19, 2008, by and among Inversiones Australes Tres Limitada and the parties listed on the signature pages thereto under the titles Stockholder Group I, Stockholder Group II, Stockholder Group III, Principal Stockholders and Guarantor, as published by the SVS on its website on January 16, 2009 ("Agreement to Tender").
12.*****	Stockholders' Agreement, dated as of December 19, 2008, by and among Inversiones Australes Tres Limitada and the parties listed on the signature pages thereto under the titles Stockholder Group I, Stockholder Group II and Principal Minority Stakeholders, as published by the SVS on its website on January 16, 2009 ("Stockholders' Agreement").
13.*****	Form of Offering Rights Agreement, to be entered into by Inversiones Australes Tres Limitada, Distribución y Servicio D&S S.A. and the parties listed on the signature pages thereto under the title Holders, as published by the SVS on its website on January 16, 2009 ("Form of Offering Rights Agreement").
14.*****	Form of Put Option Agreement, to be entered into by Inversiones Australes Tres Limitada, Distribución y Servicio D&S S.A. and the parties listed on the signature pages thereto under the titles Optionor, Stockholder Group I, Stockholder Group II and Guarantor, as published by the SVS on its website on January 16, 2009 ("Form of Put Option Agreement").
15.*****	Summary of Agreement to Tender, Stockholders' Agreement, Form of Offering Rights Agreement and Form of Put Option Agreement.
16.†	Certain exhibits to the Stockholders' Agreement, as published by the SVS on its website on January 21, 2009.
17.††	Press release of Wal-Mart Stores, Inc. announcing tender offer results, published on January 23, 2009.
18.††	English translation of Chilean Notice of Results, published in Chile on January 25, 2009.
19.†††	Press release of Wal-Mart Stores, Inc. relating to New York Stock Exchange action regarding American Depositary Shares of Distribución y Servicio D&S S.A. and Wal-Mart follow-on tender offer.
**	Previously furnished as Exhibits 1, 4, 5, 6 and 7, respectively, to Form CB filed with the Securities and Exchange Commission on December 23, 2008.
***	Previously furnished as Exhibits 8 and 9 to Form CB Amendment No. 1 filed with the Securities and Exchange Commission on January 5, 2009.
****	Previously furnished as Exhibit 10 to Form CB Amendment No. 2 filed with the Securities and Exchange Commission on January 13, 2009.
*****	Previously furnished as Exhibits 11 through 15 to Form CB Amendment No. 3 filed with the Securities and Exchange Commission

on January 16, 2009.

† Previously furnished as Exhibit 16 to Form CB Amendment No. 4 filed with the Securities and Exchange Commission on January 21, 2009.

†† Previously furnished as Exhibits 17 and 18 to Form CB Amendment No. 5 filed with the Securities and Exchange Commission on January 26, 2009.

††† Furnished herewith.

PART III - CONSENT TO SERVICE OF PROCESS

On December 23, 2008, Inversiones Australes Tres Limitada filed with the Securities and Exchange Commission a written irrevocable consent and power of attorney on Form F-X.

PART VI - SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Inversiones Australes Tres Limitada

/s/ Mitchell W. Slape

Name: Mitchell W. Slape

Title: Attorney-in-Fact

January 27, 2009

Wal-Mart Stores, Inc.

/s/ Gordon Y. Allison

Name: Gordon Y. Allison

Title: Vice President and General Counsel -
Corporate Division, and Assistant Secretary

January 27, 2009



FOR IMMEDIATE RELEASE

**WAL-MART'S SUCCESSFUL TENDER OFFER RESULTS
IN NYSE DELISTING OF D&S's ADSs**

**Wal-Mart Will Conduct Future Follow-on Tender Offer for
Remaining D&S Shares and ADSs; Same Price to Apply**

BENTONVILLE, Ark. and SANTIAGO, Chile, Jan. 27, 2009 – Wal-Mart Stores, Inc. (NYSE: WMT; “Wal-Mart”) confirmed that because of the widespread success of the tender offer for the common shares of Distribución y Servicio D&S S.A. (DYS; D&S) and the low volume of American Depository Shares (“ADSs”) representing the common shares of D&S now held by the public (approximately 0.4 percent of D&S’s outstanding capital stock), the New York Stock Exchange (NYSE) had suspended trading of, and announced plans to delist, the ADSs in the United States.

Wal-Mart’s wholly-owned Chilean subsidiary will launch a follow-on tender offer for all of the remaining common shares and ADSs of D&S on or before Feb. 24, 2009 and the price will be \$0.408 per common share and \$24.48 per ADS. These are the same price terms offered in its recently concluded tender offer. The offer will be made strictly in accordance with applicable law. Other information, including the means of tendering, will be available on or before Feb. 24, 2009, and questions on or after such offer date can be directed to Georgeson, Inc., which will serve as Information Agent for the offer, at:

Georgeson, Inc.
199 Water St. 26th Floor
New York, NY USA 10038-3650
info@georgeson.com
Bankers and Brokers Call: (212) 440-9800
All Others Call Toll Free: (888) 350-3512

As of the date of this press release, D&S’s common shares are traded primarily on the Santiago Stock Exchange, but substantially all of the outstanding common shares are beneficially owned by Wal-Mart (58.3 percent) and by Felipe and Nicolás Ibáñez Scott (40.1 percent).

ADS shareholders wanting more information should contact Wal-Mart Investor Relations at the following:

Wal-Mart Investor Relations:
Carol Schumacher (479) 277-1498
Mike Beckstead (479) 277-9558

###

About Wal-Mart Stores, Inc. (NYSE: WMT – News)

Wal-Mart Stores, Inc. operates Wal-Mart discount stores, supercenters, Neighborhood Markets and Sam's Club locations in the United States. The Company operates in Argentina, Brazil, Canada, Chile, China, Costa Rica, El Salvador, Guatemala, Honduras, Japan, Mexico, Nicaragua, Puerto Rico and the United Kingdom and, through a joint venture, in India. The Company's securities are listed on the New York Stock Exchange under the symbol WMT. More information about Wal-Mart can be found by visiting <http://www.walmartstores.com>. Online merchandise sales are available at <http://www.walmart.com/> and www.samsclub.com.