

# **WAL MART STORES INC**

# Reported by SCOTT H LEE JR

# FORM 4

(Statement of Changes in Beneficial Ownership)

# Filed 11/13/07 for the Period Ending 11/09/07

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





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

# UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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## 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 Add	lress of Re	eporting l	Person *	2	. Is	sue	r Nan	ne <b>and</b>	T	icker	or T	radi	ng Sym	ıbol	5. Relation (Check all			Person(s)	to Issuer
Scott H Lee J	r					AL /M'		RT S	T	ORE	SI	NC	;		<b>X</b> Direc	ctor		10% (	Owner
(Last)	(First)	(Mid	ldle)					rliest 7	Гrа	nsact	ion (	MM/	DD/YYY	(Y)		er (give title	e below)	Othe	r (specify
									4 11	0./2.04	.=				<sup>below)</sup> <b>President</b>	and CE	0		
702 S.W. 8TH		ET								9/200									
(Street)				4. If Amendment, Date Original Filed (MM/DD/YYYY)								File	ed	6. Individual or Joint/Group Filing (Check Applicable Line)					
BENTONVII	LLE, AR	72716	-0215																
(City)	(State)	(Zip	)														Reporting Per han One Rep		n
		<b></b>					a	••											
1 T'd		Table	l - Non-			_				<del></del>					Beneficially			6.	7 N.
1.Title of Security (Instr. 3)			2. Trans. Date		Exe	emed ecution te, if	3. Tran Code (Instr. 8	(A) or Dispos		osed	sed of (D) Follow		. Amount of Securities Beneficially Owned following Reported Transaction(s) (Instr. 3 and 4)				7. Nature of Indirect Beneficial Ownership		
						any					(A							Direct (D) or Indirect	(Instr. 4)
								Code	V	Amou	nt (E		Price					(I) (Instr. 4)	
Common Stock				11/9/2	200	7		M		4449	A	\$19	9.9688		11894	99.997 (1)		D	
Common Stock				11/9/2	200	7		М		4293	A	\$19	9.9688		1193	792.997		D	
Common Stock				11/9/2	200	7		F (2)		1034	D	\$	642.9	1192758.997			D		
Common Stock				11/9/2	200	7		F (2)		998	D	\$	642.9	1191760.997			D		
Common Stock														25952.9772 (3)			I	By Profit Sharing and 401 (k)	
Common Stock															3	3148		I	By Wife's IRA
Tab	ole II - De	rivative	Securiti	es Be	ene	fici	allv C	)wned	16	e.g	puts	. cal	lls. war	rraní	ts, options,	. convert	ible secur	rities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A. Deemed Execution Date, if any	4. Trans.		5. Number of Derivative Securities Acquired (A Disposed of (Instr. 3, 4 a 5)		of 6. ar A) or f (D)	6. Date Exercisable and Expiration Date			e	7. Title and A Securities Un Derivative Se (Instr. 3 and 4		mount of lerlying curity	8. Price of Derivative of Security (Instr. 5) Securities	9. Number of derivative Securities Beneficially Owned	10. 1 Ownership Form of B Derivative Security: (I Direct (D)	Beneficial
								and							or Indirect (I) (Instr. 4)				
				Code	v	(A)	(D	F.	ate xerc	cisable	Expii Date	ation	Title	Nu	nount or mber of ares		(s) (Instr. 4)	) T	
Stock Options	\$19.9688	11/9/2007		М			4449	4449		(4) 1/14		2008	Commo Stock	on	4449	\$0	52699	D	
Stock Options	\$19.9688	11/9/2007		M			4293	3		(5)	7/31/	2008		on	4293	\$0	12877	D	

### **Explanation of Responses:**

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

- (2) These shares were withheld to pay taxes upon the exercise of stock options.
- (3) Balance adjusted to reflect shares acquired through the Wal-Mart Stores, Inc. Profit Sharing and 401(k) Plan.
- (4) The option was exercisable in seven equal annual installments beginning on January 15, 1999.
- (5) The option was exercisable in seven equal annual installments beginning on August 1, 1999.

**Reporting Owners** 

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Scott H Lee Jr								
702 S.W. 8TH STREET	X		President and CEO					
BENTONVILLE, AR 72716-0215								

#### **Signatures**

/s/ Geoffrey W. Edwards, By Power of Attorney	11/13/2007		
** 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).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

#### WAL\*MART LEGAL DFPARTMENT

#### POWER OF ATTORNEY

The undersigned hereby designates Jeffrey J. Gearhart, Samuel A. Guess, Geoffrey W. Edwards, and Jennifer F. Rudolph or either of them acting singly and with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

- (I) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes, passwords and passphrases enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC;
- (2) to execute and file on the undersigned's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the SEC and other regulatory bodies as a result of the undersigned's ownership of or transactions in securities of Wal-Mart Stores, Inc., including any filing required as a result of any indirect ownership of securities attributed to the undersigned under applicable law; and
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any securities exchange or similar authority.

The authority of Jeffrey J. Gearhart, Samuel A. Guess, Goeffrey W. Edwards, and Jennifer F. Rudolph under this Power of Attorney shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Wal-Mart Stores, Inc., unless earlier revoked in writing. The undersigned acknowledges that neither Wal-Mart Stores. Inc., Jeffrey J. Gearhart, Samuel A. Guess, Geofrrey W. Edwards, nor Jennifer F. Rudolph are assuming any of the undersigned's responsibilities to comply with

Section 16 of the Securities Exchange Act of 1934, as amended, or any rule or regulation of the SEC.

Date: 6/27/07

H. Lee Scott, Jr.