

McMillon C Douglas
Form 4
November 21, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
McMillon C Douglas

(Last) (First) (Middle)

702 S.W. 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
(Month/Day/Year)

11/19/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Executive Vice President

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)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/19/2012		M		17,835	A	\$ 47.8	561,392.57	D
Common Stock	11/19/2012		M		17,834	A	\$ 48.06	579,226.57	D
Common Stock	11/19/2012		M		18,280	A	\$ 52.4	597,506.57	D
Common Stock	11/19/2012		M		15,416	A	\$ 53.01	612,922.57	D
Common Stock	11/19/2012		M		50,000	A	\$ 48.7	662,922.57	D

Edgar Filing: McMillon C Douglas - Form 4

Common Stock	11/19/2012	M	50,000	A	\$ 45.69	712,922.57	D	
Common Stock	11/19/2012	F	<u>140,811</u> (1)	D	\$ 69.02	572,111.57	D	
Common Stock						1,475.3694	I	By 401(k)
Common Stock						5,194	I	By Wife as UGMA Custodian for Children

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Stock Option	\$ 47.8	11/19/2012		M	17,835	(2) 01/30/2013	Common Stock	17,835
Stock Options	\$ 48.06	11/19/2012		M	17,834	(3) 01/30/2013	Common Stock	17,834
Stock Option	\$ 52.4	11/19/2012		M	18,280	(4) 01/08/2014	Common Stock	18,280
Stock Option	\$ 53.01	11/19/2012		M	15,416	(5) 01/20/2015	Common Stock	15,416
Stock Option	\$ 48.7	11/19/2012		M	50,000	(6) 08/11/2015	Common Stock	50,000
Stock Option	\$ 45.69	11/19/2012		M	50,000	(7) 01/04/2016	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMillon C Douglas 702 S.W. 8TH STREET BENTONVILLE, AR 72716-0215			Executive Vice President	

Signatures

/s/ Geoffrey W. Edwards, By Power of
Attorney

11/21/2012

Signature of Reporting Person

Date

Explanation of Responses:

* 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).

These shares were acquired by the Reporting Person upon the exercise of stock options as reported on the preceding six lines of this Form

- (1) 4 but were withheld by the Issuer in satisfaction of the Reporting Person's obligation to pay the exercise price of the options and related tax withholding obligations. The Reporting Person retained ownership of the remaining shares issued upon the exercise of the options.
- (2) The options became exercisable in five equal annual installments beginning on January 31, 2004.
- (3) The options became exercisable in five equal annual installments beginning on January 31, 2004.
- (4) The options became exercisable in five equal annual installments beginning on January 9, 2005.
- (5) The options became exercisable in five equal annual installments beginning on January 21, 2006.
- (6) The options became exercisable in five equal annual installments beginning on August 11, 2006.
- (7) The options became exercisable in five equal annual installments beginning on January 5, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.