

Whaley Steven P  
 Form 4  
 November 21, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Whaley Steven P

(Last) (First) (Middle)  
 702 SW 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  
 Officer (give title below)  Other (specify below)  
 Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 11/19/2012                           |  | M                              |   | 527   | A  | \$ 45.15                          |
| Common Stock                    | 11/19/2012                           |  | M                              |   | 1,668   | A  | \$ 47.96                          |
| Common Stock                    | 11/19/2012                           |  | F <sup>(1)</sup>               |   | 225   | D  | \$ 67.98                          |
| Common Stock                    | 11/19/2012                           |  | S                              |   | 4,891   | D  | \$ 68.3 <sub>(2)</sub>            |

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

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(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options                              | \$ 45.15   | 11/19/2012                           |  | M                              | 527   | <sup>(3)</sup> 02/28/2016                                | Common Stock  | 527                           |
| Stock Options                              | \$ 47.96   | 11/19/2012                           |  | M                              | 1,668   | <sup>(4)</sup> 01/21/2017                                | Common Stock  | 1,668                         |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Whaley Steven P<br>702 SW 8TH STREET<br>BENTONVILLE, AR 72716-0215 |               |           | Senior 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).
- (1) Includes shares that were withheld to pay taxes upon the exercise of stock options.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.95 to \$68.54, inclusive. The reporting person undertakes to provide to Wal-Mart Stores, Inc., any security holder of Wal-Mart Stores, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.
- (3) These options are exercisable in five equal annual installments beginning on March 1, 2007.

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(4) These options are exercisable in five equal annual installments beginning on January 22, 2008.

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

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