

McMillon C Douglas
Form 4
November 21, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
McMillon C Douglas

2. Issuer Name and Ticker or Trading Symbol
WAL MART STORES INC [WMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
702 S.W. 8TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/19/2012

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive Vice President

BENTONVILLE, AR 72716-0215

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or 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	140,811 <u>(1)</u>	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	Amount or Number of Shares
Stock Option	\$ 47.8	11/19/2012		M	17,835	<u>(2)</u>	01/30/2013	Common Stock	17,835
Stock Options	\$ 48.06	11/19/2012		M	17,834	<u>(3)</u>	01/30/2013	Common Stock	17,834
Stock Option	\$ 52.4	11/19/2012		M	18,280	<u>(4)</u>	01/08/2014	Common Stock	18,280
Stock Option	\$ 53.01	11/19/2012		M	15,416	<u>(5)</u>	01/20/2015	Common Stock	15,416
Stock Option	\$ 48.7	11/19/2012		M	50,000	<u>(6)</u>	08/11/2015	Common Stock	50,000
Stock Option	\$ 45.69	11/19/2012		M	50,000	<u>(7)</u>	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.