

WAL MART STORES INC
Form 4
June 12, 2013

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 *
Gearhart Jeffrey J

(Last) (First) (Middle)
702 SOUTHWEST 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)
06/10/2013

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)
Executive 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/10/2013		M	1,521 A \$ 57.23	101,454.169	D	
Common Stock	06/10/2013		M	1,661 A \$ 52.4	103,115.169	D	
Common Stock	06/10/2013		M	1,724 A \$ 53.01	104,839.169	D	
Common Stock	06/10/2013		M	1,140 A \$ 45.15	105,979.169	D	
Common Stock	06/10/2013		M	3,268 A \$ 47.26	109,247.169	D	

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Common Stock	06/10/2013	S	9,314	D	\$ 75.76	99,933.169	D	
Common Stock						1,006.91	I	By 401(k) Plan

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	
				Code	V	(A)	(D)		
Stock Options	\$ 57.23	06/10/2013		M	1,521	<u>(1)</u> 09/28/2013	Common Stock	1,521	
Stock Options	\$ 52.4	06/10/2013		M	1,661	<u>(2)</u> 01/08/2014	Common Stock	1,661	
Stock Options	\$ 53.01	06/10/2013		M	1,724	<u>(3)</u> 01/20/2015	Common Stock	1,724	
Stock Options	\$ 45.15	06/10/2013		M	1,140	<u>(4)</u> 02/28/2016	Common Stock	1,140	
Stock Options	\$ 47.26	06/10/2013		M	3,268	<u>(5)</u> 03/11/2017	Common Stock	3,268	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gearhart Jeffrey J 702 SOUTHWEST 8TH STREET BENTONVILLE, AR 72716-0215			Executive Vice President	

Signatures

/s/ Erron W. Smith, by Power of
Attorney

06/12/2013

__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) These options became exercisable in five equal annual installments beginning on September 29, 2004.
- (2) These options became exercisable in five equal annual installments beginning on January 9, 2005.
- (3) These options became exercisable in five equal annual installments beginning on January 21, 2006.
- (4) These options became exercisable in five equal annual installments beginning on March 1, 2007.
- (5) These options became exercisable in five equal annual installments beginning on March 12, 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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