

WAL MART STORES INC
Form 4
May 16, 2008

FORM 4

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

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Castro Wright Eduardo

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

BENTONVILLE, AR 72716

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2008

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 or Price (A) or (D) | | |
| Common Stock | 05/14/2008 | | M | | 41,108 A \$ 46.22 | D | |
| Common Stock | 05/14/2008 | | M | | 34,143 A \$ 45.69 | D | |
| Common Stock | 05/14/2008 | | M | | 29,916 A \$ 47.8 | D | |
| Common Stock | 05/14/2008 | | F | | 3,492 (1) D \$ 57.45 | D | |
| Common Stock | 05/14/2008 | | F | | 2,184 (1) D \$ 57.45 | D | |

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| | | | | | | | | |
|--------------|------------|---|---------------------|---|----------|---------|---|------------------------------------|
| Common Stock | 05/14/2008 | F | 3,037 <u>(1)</u> | D | \$ 57.45 | 344,716 | D | |
| Common Stock | | | | | | 198.187 | I | By 401(k) And Profit Sharing |

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 Option | \$ 46.22 | 05/14/2008 | | M | 41,108 | <u>(2)</u> 09/06/2001 | Common Stock | 41,108 |
| Stock Option | \$ 45.69 | 05/14/2008 | | M | 34,143 | <u>(3)</u> 01/04/2016 | Common Stock | 34,143 |
| Stock Option | \$ 47.8 | 05/14/2008 | | M | 29,916 | <u>(4)</u> 01/30/2013 | Common Stock | 29,916 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Castro Wright Eduardo 702 S.W. 8TH STREET BENTONVILLE, AR 72716 | | | Executive Vice President | |

Signatures

/s/ Jennifer F. Rudolph, by Power of Attorney 05/16/2008

__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 shares were withheld to pay taxes upon the exercise of stock options.
- (2) The option is exercisable in five equal annual installments beginning on September 7, 2002.
- (3) The option is exercisable in five equal annual installments beginning on January 5, 2007.
- (4) The option is exercisable in five equal annual installments beginning on May 9, 2004.

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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