WALTON S ROBSON

Form 4 June 04, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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January 31, 2005

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WALTON S ROBSON			ssuer Name a ool	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
				STORES INC [WMT]	(Check all applicable)				
(Last)	(First)	(Middle) 3. Da	ite of Earliest	Transaction					
			nth/Day/Year)	_X_ Director		0% Owner		
702 S.W. 8TH STREET			1/2009		_X_ Officer (give title Other (specify below)				
					Chair	man of the Bo	oard		
(Street)			Amendment,	Date Original	6. Individual or Joint/Group Filing(Check				
		Filed	(Month/Day/Y	rear)	Applicable Line) _X_ Form filed by	One Reporting	Derson		
BENTON	VILLE, AR 7271	6-0215			Form filed by Person	1 0			
(City)	(State)	(Zip)	Гable I - Noi	n-Derivative Securities A	equired, Disposed o	of, or Benefici	ally Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date, i	f Transacti	on(A) or Disposed of (D)	Securities	Ownership	Indirect Bene		
(Instr. 3)		anv	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Ownership		

								· · · · -		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securitie on(A) or Disp (Instr. 3, 4 a	osed o	of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	
Common Stock	06/01/2009		G	V	490,088	D	\$0	2,781,783	D (1)	
Common Stock	06/01/2009		G	V	490,088	A	\$0	490,088	I (2)	By Trust
Common Stock								1,680,506,739	I (3)	By Limited Liability Company
Common Stock								60,197.072	I (4)	Profit Sharing/401(k)

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
								1	Amount		
						Date	Expiration		or		
						Exercisable	* 111		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address			Relationships
	D: .	1007 0	O.CC.

Other Director 10% Owner Officer

702 S.W. 8TH STREET

X X Chairman of the Board

BENTONVILLE, AR 72716-0215

Signatures

WALTON S ROBSON

/s/ Jennifer F. Rudolph, by power of 06/03/2009 attorney

> **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) The reporting person is a member of a Section 13(g) group that owns more than 10% of the issuer's outstanding common stock.
- The reporting person is a trustee of a trust that owns the reported securities. The reporting person disclaims beneficial ownership of the **(2)** reported securities except to the extent of his pecuniary interests therein.
- The reporting person is a member of Walton Enterprises, LLC (the "LLC"), the limited liability company that owns the reported (3) securities. The reporting person disclaims beneficial ownership of the reported securities held by the LLC except to the extent of his pecuniary interests therein.
- Represents shares held through the Wal-Mart Stores, Inc. Profit Sharing and 401(k) Plan, as amended and restated, in which the reporting person is a participant. The information reported herein is based on a plan statement dated June 1, 2009.

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

Reporting Owners 2

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