

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 or 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):  
August 14, 2002 (August 14, 2002)

Wal-Mart Stores, Inc.  
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(Exact Name of Registrant as Specified in Charter)

Delaware ----- (State or Other Jurisdiction of Incorporation)	001-06991 ----- (Commission File Number)	71-0415188 ----- (IRS Employer Identification No.)
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702 S.W. 8th Street  
Bentonville, Arkansas 72716  
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(Address of Principal Executive Offices) (Zip code)

Registrant's telephone number, including area code:  
(479) 273-4000

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

99.1 Statement Under Oath of Principal Executive Officer Regarding Facts  
and Circumstances Relating to Exchange Act Filings

99.2 Statement Under Oath of Principal Financial Officer Regarding Facts  
and Circumstances Relating to Exchange Act Filings

Item 9. Regulation FD Disclosure.

On August 14, 2002, the principal executive officer and principal financial officer of Wal-Mart Stores, Inc. (the "Company") signed and submitted to the Securities and Exchange Commission the sworn statements required by Commission Order No. 4-460. Copies of the two statements are furnished as Exhibit 99.1 and 99.2 to this report.

SIGNATURES  
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Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: August 14, 2002

WAL-MART STORES, INC.

By: /s/ Thomas M. Schoewe  
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Name: Thomas M. Schoewe  
Title: Executive Vice President and  
Chief Financial Officer

INDEX TO EXHIBITS

Exhibit Number -----	Description -----
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99.1 Statement Under Oath of Principal Executive Officer Regarding Facts

and Circumstances Relating to Exchange Act Filings

99.2 Statement Under Oath of Principal Financial Officer Regarding Facts  
and Circumstances Relating to Exchange Act Filings

[WAL\*MART LOGO]

[WAL\*MART LETTERHEAD]

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Statement Under Oath of Principal Executive Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

I, H. Lee Scott, Jr., state and attest that:

- 1) To the best of my knowledge, based upon a review of the covered reports of Wal-Mart Stores, Inc., and, except as corrected or supplemented in a subsequent covered report:
  - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- 2) I have reviewed the contents of this statement with the Company's audit committee.
- 3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - o Annual Report on Form 10-K for the fiscal year ended January 31, 2002, of Wal-Mart Stores, Inc., filed with the Commission on April 15, 2002;
  - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Wal-Mart Stores, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - o any amendments to any of the foregoing.

/s/ H. Lee Scott, Jr.

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H. Lee Scott, Jr.  
President and Chief Executive Officer  
(Principal Executive Officer)  
August 14, 2002

Subscribed and sworn to  
before me this 14th day of  
August 2002.

/s/ Karen Demory

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Notary Public

My Commission Expires:  
July 1, 2010  
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[Notarial Seal]

[LOGO WAL\*MART]

[LETTERHEAD WAL\*MART]

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Statement Under Oath of Principal Financial Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

I, Thomas M. Schoewe, state and attest that:

- 1) To the best of my knowledge, based upon a review of the covered reports of Wal-Mart Stores, Inc., and, except as corrected or supplemented in a subsequent covered report:
  - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- 2) I have reviewed the contents of this statement with the Company's audit committee.
- 3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
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  - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Wal-Mart Stores, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - o any amendments to any of the foregoing.

/s/ Thomas M. Schoewe  
-----  
Thomas M. Schoewe  
Executive Vice President and  
Chief Financial Officer  
(Principal Financial Officer)

August 14, 2002

Subscribed and sworn to  
before me this 14th day of  
August 2002.

/s/ Karen Demory  
-----

Notary Public

My Commission Expires:  
July 1, 2010  
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[Notarial Seal]