FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROV | Δ | V | O) | R | Р | Р | Α | ΛB | ЛC | (|
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| hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Bartlett Daniel J | | | 2. Issuer Name and Ticker or Trading Symbol Walmart Inc. [WMT] | | onship of Reporting Person(s) all applicable) Director Officer (give title below) |) to Issuer 10% Owner Other (specify below) | | | | | | |
|---|----------------------|-------|--|--------------------------|---|---|--|--|--|--|--|--|
| (Last) 702 SW 8TH STRI | (First) (Middle) EET | | 3. Date of Earliest Transaction (Month/Day/Year) 01/03/2023 | Executive Vice President | | | | | | | | |
| (Street) BENTONVILLE | AR | 72716 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi | dual or Joint/Group Filing (Che Form filed by One Reporting Form filed by More than One | g Person | | | | | | |
| (City) | (State) | (Zip) | | | Tom med by word than one | 2 Reporting Ferden | | | | | | |

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) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned | 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 | 3 and 4) | | (msu. 4) |
| Common Stock | 01/03/2023 | | F | | 468.294(1) | D | \$141.79 | 143,541.706 | D | |

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. Transac Code (Ir 8) | | 5. Numl Derivati Securiti Acquire or Disp (D) (Instand 5) | ive ies ed (A) osed of | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 7. Title and Ai Securities Un Derivative Se 3 and 4) | derlying | 8. Price of Derivative Security (Instr. 5) | derivative Securities Beneficially | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|--|---|--|---|---------------------------------|---|--|---------------------------------|--|--------------------|---|----------------------------------|---|--|--|---------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |

Explanation of Responses:

1. Represents shares withheld to satisfy tax withholding obligations upon the vesting of restricted stock

/s/ Geoffrey W. Edwards, by power of attorney

01/05/2023

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.