FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVA

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* Walton Family Holdings Trust	2. Date of Event Requiring Statement (Month/Day/Year) 12/18/2024				
(Last) (First) (Middle) P.O. BOX 1508		Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) BENTONVILLE AR 72712 (City) (State) (Zip)			Individual or Joint/Group Filing (Check Applicable Line) Y Form filed by One Reporting Person Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common	603,989,702(1)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Un Derivative Security (Instr. 4)	derlying	or Exercise	ion Form: Direct ise (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)	

Explanation of Responses:

1. These shares of Common Stock were previously reported on Section 16 reports filed by S. Robson Walton, Jim C. Walton and Alice L. Walton, who served (and continue to serve) as trustees of the reporting person. On December 18, 2024, eight additional individuals also became trustees of the reporting person, and S. Robson Walton, Jim C. Walton and Alice L. Walton each ceased, to the extent of his or her pecuniary interest therein, to be a beneficial owner of the shares held by the reporting person for Section 16 purposes. With respect to the reporting person, dispositive power over all of the Common Stock held thereby is exercised by the 11 trustees thereof, acting by majority vote, and voting power over all of the Common Stock held thereby is exercised by Walton Enterprises, LLC, acting by majority vote of the managing members thereof, pursuant to an irrevocable proxy.

/s/ Jennifer F. Rudolph, by Power of Attorney

** Signature of Reporting Person

12/19/2024

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 5 (b)(v).

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.

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The undersigned entity and the undersigned individuals, solely in their capacities as the trustees of the undersigned entity (collectively, the "Undersigned"), hereby designate Gordon Y. Allison, Geoffrey W. Edwards, Jennifer F. Rudolph, Dirk Gardner, Sean Evans, and Erron W. Smith, or any one of them acting singly and with full power of substitution, as the Undersigned?s true and lawful attorney-in-fact to:

- (1) prepare, execute in the Undersigned?s name and on the Undersigned?s behalf, and submit to the U.S. Securities and Exchange Commission (the ?SEC?) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes, passwords, and passphrases enabling the undersigned to make filings with the SEC of reports required by Section 13(d), Section 13(g), Section 13(h), and Section 16(a) of the Securities Exchange Act of 1032, as amounted
- 1934, as amended, and Rule 144 of the Securities Act of 1933, as amended, or any rule or regulation of the SEC;
- (2) to execute and file on the undersigned?s behalf all Forms 3, 4, 5, 144, and 13H, Schedule 13D, and Schedule 13G (including any amendments to such Forms or Schedules) that the Undersigned may be required to file with the SEC and other regulatory bodies as a result of the Undersigned?s ownership of or transactions in securities of Walmart Inc., including any filing required as a result of any indirect
- Inc., including any filing required as a result of any indirect ownership of securities attributed to the Undersigned under applicable law; and
- (3) do and perform any and all acts for and on behalf of the Undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, 5, 144, and 13H, Schedule 13D, and Schedule 13G, complete and execute any amendment or amendments to such Forms or Schedules, and timely file such Forms and Schedules with the SEC and any securities exchange or similar authority.

The authority of Gordon Y. Allison, Geoffrey W. Edwards, Jennifer F. Rudolph, Dirk Gardner, Sean Evans, and Erron W. Smith under this Power of Attorney shall continue until the Undersigned is no longer required to file Forms 3, 4, 5, 144, and 13H, Schedule 13D, and Schedule 13G with regard to the Undersigned?s ownership of or transactions in securities of Walmart Inc., unless earlier revoked in writing.

The Undersigned acknowledge that neither Gordon Y. Allison, Geoffrey W. Edwards, Jennifer F. Rudolph, Dirk Gardner, Sean Evans, Erron W. Smith, Walmart Inc., a Delaware corporation, nor Walton Enterprises, LLC, an Arkansas limited liability company, are assuming any of the Undersigned?s responsibilities to comply with Section 13 and Section 16 of the Securities Exchange Act of 1934, as amended, Rule 144 of the Securities Act of 1933, as amended, or any rule or regulation of the SEC.

This instrument may be executed in any number of counterparts and by the different parties hereto on separate counterparts, each of which counterparts shall be an original, but all of which shall together constitute the same instrument.

Date: December 18, 2024 WALTON FAMILY HOLDINGS TRUST

/s/ Alice L. Walton Alice L. Walton, as trustee of the Walton Family Holdings Trust

/s/ Alice Proietti Alice Proietti, as trustee of the Walton Family Holdings Trust

/s/ Benjamin S. Walton Benjamin S. Walton, as trustee of the Walton Family Holdings Trust

/s/ Carrie Walton Penner Carrie Walton Penner, as trustee of the Walton Family Holdings Trust

/s/ James M. Walton James M. Walton, as trustee of the Walton Family Holdings Trust

/s/ Jim C. Walton Jim C. Walton, as trustee of the Walton Family Holdings Trust

/s/ Lukas T. Walton Lukas T. Walton, as trustee of the Walton Family Holdings Trust

/s/ S. Robson Walton S. Robson Walton, as trustee of the Walton Family Holdings Trust

/s/ Samuel R. Walton Samuel R. Walton, as trustee of the Walton Family Holdings Trust

/s/ Steuart L. Walton Steuart L. Walton, as trustee of the Walton Family Holdings Trust

/s/ Thomas L. Walton Thomas L. Walton, as trustee of the Walton Family Holdings Trust