

Form 144 Filer Information**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 144

Form 144**NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933****144: Filer Information**

Filer CIK

0001678632

Filer CCC

XXXXXXXX

Is this a LIVE or TEST Filing?

☒ LIVE ☐ TEST**Submission Contact Information**

Name

Phone

E-Mail Address

144: Issuer Information

Name of Issuer

Walmart Inc.

SEC File Number

001-06991

Address of Issuer

702 Southwest
8th Street
Bentonville
ARKANSAS
72716-0215

Phone

1-479-273-4000

Name of Person for Whose Account the
Securities are To Be Sold

Jim C. Walton, as trustee of the Walton Family Holdings Trust (1)

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

Other: Shareholder

144: Securities Information

Title of the Class of Securities To Be Sold

Common Stock

Name and Address of the Broker

Goldman Sachs & Co. LLC
200 West Street
New York
NY
10282Number of Shares or Other Units To Be
Sold

5000000

Aggregate Market Value

334800000

Number of Shares or Other Units
Outstanding

8043543330

Approximate Date of Sale

06/11/2024

Name the Securities Exchange

NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Common Stock
Date you Acquired	03/05/2020
Nature of Acquisition Transaction	Contribution (2)
Name of Person from Whom Acquired	Walton Enterprises, LLC (2)
Is this a Gift?	<input type="checkbox"/> Date Donor Acquired
Amount of Securities Acquired	5000000
Date of Payment	03/05/2020
Nature of Payment	None

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	The Walton Family Foundation, Inc. 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	03/13/2024
Amount of Securities Sold	335000
Gross Proceeds	20479756

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	03/14/2024
Amount of Securities Sold	345000
Gross Proceeds	21020505

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
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Title of Securities Sold	Common Stock
Date of Sale	05/17/2024
Amount of Securities Sold	3540250
Gross Proceeds	228538850.15

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	05/23/2024
Amount of Securities Sold	1132123
Gross Proceeds	73614033.83

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	05/24/2024
Amount of Securities Sold	982038
Gross Proceeds	64211536.67

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	05/28/2024
Amount of Securities Sold	1562239
Gross Proceeds	101543660.31

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Alumbra Innovations Foundation 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	05/29/2024

Amount of Securities Sold	38000
Gross Proceeds	2472948.8

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	05/30/2024
Amount of Securities Sold	933000
Gross Proceeds	60566814.6

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	06/07/2024
Amount of Securities Sold	1250000
Gross Proceeds	82638000

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Walton Family Holdings Trust 702 Southwest 8th Street Bentonville AR 72716-0215
Title of Securities Sold	Common Stock
Date of Sale	06/10/2024
Amount of Securities Sold	3633800
Gross Proceeds	242743786.86

144: Remarks and Signature

Remarks	(1) This form provides information regarding proposed sales on behalf of the Walton Family Holdings Trust (the "Trust"), for which Jim C. Walton is a trustee. Jim C. Walton disclaims beneficial ownership of all shares owned by the Trust except to the extent of his pecuniary interest therein. (2) The securities were transferred on March 5, 2020 from Walton Enterprises, LLC to the Trust, which was established for the benefit of the holders of membership interests of Walton Enterprises, LLC. Walton Enterprises, LLC (and its predecessors in interest) acquired the securities in connection with the Issuer's incorporation and initial capitalization in 1969 and through the stock splits and stock dividends occurring after the Issuer's incorporation.
Date of Notice	06/11/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule

10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

Goldman Sachs & Co. LLC on behalf of Jim C. Walton, as Trustee

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)