

WAL MART STORES INC

Form 4

February 23, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TURNER BRIAN KEVIN

(Last) (First) (Middle)

702 S.W. 8TH STREET

(Street)

BENTONVILLE, AR 72716

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

WAL MART STORES INC [WMT]

3. Date of Earliest Transaction
(Month/Day/Year)

02/18/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/18/2005	02/18/2005	M		5,992	A \$ 11.81	94,285 D
Common Stock	02/18/2005	02/18/2005	M		9,354	A \$ 19.09	103,639 D
Common Stock	02/18/2005	02/18/2005	M		11,820	A \$ 39.875	115,459 D
Common Stock	02/18/2005	02/18/2005	M		10,434	A \$ 46	125,893 D
Common Stock	02/21/2005	02/21/2005	F ⁽¹⁾		4,978	D \$ 52.825	120,915 D

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Common Stock	02/22/2005	02/22/2005	S	2,644	D	\$ 52.05	118,271	D	
Common Stock	02/22/2005	02/22/2005	S	6,800	D	\$ 52.04	111,471	D	
Common Stock	02/22/2005	02/22/2005	S	3,222	D	\$ 52.06	108,249	D	
Common Stock	02/22/2005	02/22/2005	S	29,400	D	\$ 52.03	78,849	D	
Common Stock							3,283	I	By 401(K) Plan

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 19.0938	02/18/2005	02/18/2005	M	9,354	01/09/1999 01/09/1998	Common Stock 9,354
Stock Option	\$ 39.875	02/18/2005	02/18/2005	M	11,820	01/14/2000 01/13/2009	Common Stock 11,820
Stock Options	\$ 11.8125	02/18/2005	02/18/2005	M	5,992	01/08/1998 01/07/2007	Common Stock 5,992
Stock Options	\$ 46	02/18/2005	02/18/2005	M	10,434	02/28/2001 02/27/2010	Common Stock 10,434

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

TURNER BRIAN KEVIN
702 S.W. 8TH STREET
BENTONVILLE, AR 72716

Executive Vice President

Signatures

/s/ Samuel Guess, By Power of
Attorney

02/23/2005

__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) These shares were withheld to pay taxes upon the exercise of stock options.

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