

WAL MART STORES INC  
Form 11-K  
July 28, 2006

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

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**FORM 11-K**

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**(Mark One)**

Annual Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934  
For the fiscal year ended January 31, 2006.

or

Transaction Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission file number 1-6991

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

**WAL-MART PROFIT SHARING AND 401(k) PLAN**

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

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**WAL-MART STORES, INC.  
702 Southwest Eighth Street  
Bentonville, Arkansas 72716**

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**Financial Statements**

and Supplemental Schedules

Wal-Mart Profit Sharing and 401(k) Plan

*As of January 31, 2006 and 2005, and for the year ended January 31, 2006*

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Wal-Mart Profit Sharing and 401(k) Plan

Financial Statements and  
Supplemental Schedules

As of January 31, 2006 and 2005, and for the year ended January 31, 2006

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The Retirement Plans Committee  
Wal-Mart Profit Sharing and 401(k) Plan

We have audited the accompanying statements of net assets available for benefits of Wal-Mart Profit Sharing and 401(k) Plan as of January 31, 2006 and 2005, and the related statement of changes in net assets available for benefits for the year ended January 31, 2006. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at January 31, 2006 and 2005, and the changes in its net assets available for benefits for the year ended January 31, 2006, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedules of assets (held at end of year) as of January 31, 2006, and reportable transactions for the year then ended, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, are fairly stated in all material respects in relation to the financial statements taken as a whole.

July 14, 2006

Wal-Mart Profit Sharing and 401(k) Plan

Statements of Net Assets Available for Benefits

	<b>January 31,</b>	
	<b>2006</b>	<b>2005</b>
	<i>(In Thousands)</i>	
<b>Assets</b>		
Investments	\$ <b>8,069,441</b>	\$ 7,775,642
Receivables:		
Company contributions	<b>804,983</b>	741,677
Associate contributions	<b>8,258</b>	6,778
Due from broker	<b>1,598</b>	1,034
Other receivables	<b>103</b>	268
Total receivables	\$ <b>814,942</b>	\$ 749,757
Cash	<b>4,383</b>	2,868
Net assets available for benefits	\$ <b>8,888,766</b>	\$ 8,528,267

*See accompanying notes.*

Wal-Mart Profit Sharing and 401(k) Plan

Statement of Changes in Net Assets Available for Benefits

Year ended January 31, 2006

(In Thousands)

**Additions**

Company contributions	\$ 801,961
Associate contributions	283,415
Interest and dividend income	166,791
Other, net	5,420
Total additions	1,257,587

**Deductions**

Benefit payments	526,952
Net depreciation in fair value of investments	366,583
Administrative expenses	3,553
Total deductions	897,088

Net increase	360,499
Net assets available for benefits, at beginning of year	8,528,267
Net assets available for benefits, at end of year	\$ 8,888,766

*See accompanying notes.*

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements  
January 31, 2006

**1. Description of the Plan**

The following description of the Wal-Mart Profit Sharing and 401(k) Plan (the "Plan") provides only general information regarding the Plan as in effect on January 31, 2006. This document is not part of the Summary Plan Description and is not a document pursuant to which the Plan is maintained within the meaning of Section 402(a)(1) of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended. Participants should refer to the Plan document for a complete description of the Plan's provisions. To the extent not specifically prohibited by statute or regulation, Wal-Mart Stores, Inc. ("Wal-Mart" or the "Company") reserves the right to unilaterally amend, modify, or terminate the Plan at any time, and such changes may be applied to all Plan participants and their beneficiaries regardless of whether the participant is actively working or retired at the time of the change. The Plan may not be amended, however, to permit any part of the Plan's assets to be used for any purpose other than for the purpose of paying benefits to participants and their beneficiaries.

**General**

The Plan is a defined contribution plan which was established by the Company on February 1, 1997, as the Wal-Mart Stores, Inc. 401(k) Retirement Savings Plan. The Plan was amended, effective October 31, 2003, to merge the assets of the Wal-Mart Stores, Inc. Profit Sharing Plan applicable to United States participants into the Plan. In connection with the merger, the Plan was renamed Wal-Mart Profit Sharing and 401(k) Plan.

Each eligible employee who was a participant in the Plan as of October 31, 2003, shall continue to be a participant hereunder from and after November 1, 2003, as long as such individual continues to be an eligible employee. Each eligible employee who was not a participant in the Plan as of October 31, 2003, and has completed at least 1,000 hours of service in a consecutive 12-month period is eligible to participate in the Plan. Participation may begin on the first day of the month following eligibility. The Plan is subject to the provisions of ERISA.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**1. Description of the Plan (continued)**

The responsibility for operation and administration of the Plan (except for investment management and control of assets) is vested in the Retirement Plans Committee of the Company. Retirement Plans Committee members are appointed by the Company's Vice-President, Retirement Plans, with ratification of a majority of sitting committee members.

The trustee function of the Plan is performed by Merrill Lynch Investment Managers LLC (the "Trustee"). The Trustee receives and holds contributions made to the Plan in trust and invests those contributions as directed by participants and according to the policies established by the Retirement Plans Committee. The Trustee makes payouts from the Plan in accordance with the Plan document. The Trustee is affiliated with Merrill Lynch, Pierce, Fenner & Smith, Inc., the parent corporation of the Trustee and manager of the Merrill Lynch Equity Index Fund and the Merrill Lynch Retirement Preservation Fund, which are investment options offered under the Plan to participants. The Trustee is the record-keeper for the Plan.

**Contributions**

All eligible associates participate in the Plan and may elect to contribute from one percent to 25 percent of their eligible wages. Certain highly compensated associate contributions may be further limited under the terms of the Plan. Whether or not an associate contributes to the Plan, he or she will receive a portion of the Company's Qualified Non-Elective contributions and Profit Sharing contributions if the associate meets certain eligibility requirements. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans (rollover contributions). To be eligible to receive Company contributions, the associate must complete at least 1,000 hours of service during the Plan year for which the contributions are made, as well as be employed on the last day of that Plan year.



Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**1. Description of the Plan (continued)**

Wal-Mart's contributions are discretionary and can vary from year to year. At the end of each Plan year, the Board of Directors of the Company, or its authorized committee or delegate, at their discretion, determines the Company's contributions (if any). The Company's contribution for each associate will be based on a percentage of the associate's eligible wages for the Plan year. For the Plan year ended January 31, 2006, the discretionary contribution percentage was two percent of eligible participants' compensation for each of the Company's Qualified Non-Elective contribution and the Company's Profit Sharing contribution. Such contributions are subject to certain limitations in accordance with provisions of the Internal Revenue Code.

**Participants' Accounts**

Each participant's account is credited with earnings (losses) net of administrative expenses which are determined by the investments held in each participant's account; the participant's contribution; and an allocation of (a) the Company's contribution to the Plan made on the participant's behalf, and (b) forfeited balances of terminated participants' nonvested Profit Sharing contributions and forfeited unclaimed checks. Allocations of forfeitures to participants are based on eligible wages. As of January 31, 2006 and 2005, forfeited nonvested Profit Sharing contributions and unclaimed check forfeitures to be reallocated to remaining participants totaled approximately \$29 million and \$51 million, respectively.

**Vesting**

Participants are immediately vested in all elective contributions, catch-up contributions, Qualified Non-Elective contributions, rollover contributions, tax credit contributions and Profit Sharing Plan rollover contributions. A participant's Profit Sharing contributions vest based on years of service at a rate of 20% per year from years three through seven. Profit Sharing contributions become fully vested upon Participant retirement at age 65 or above, or total and permanent disability or death.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**1. Description of the Plan (continued)**

**Payment of Benefits and Withdrawals**

Generally, payment upon a participant's separation from the Company is a lump-sum payment or five-year annual installments in cash for the balance of the participant's vested account. However, participants may elect to receive a single lump-sum payment of their Profit Sharing contributions in whole shares of Company stock, with partial or fractional shares paid in cash even if such contributions are not invested in Company stock. Participants may also elect to receive a single lump-sum payment of their Qualified Non-Elective contribution in whole shares of Company stock, with partial or fractional shares paid in cash, but only to the extent such contributions are invested in Company stock as of the date distributions are processed. To the extent the participant's Profit Sharing and Qualified Non-Elective contributions are not invested in Company stock, the contributions will automatically be distributed in cash, unless directed otherwise by the participant. Participants may also elect to rollover their account balance into a different tax-qualified retirement plan or individual retirement account upon separation from the Company.

The Plan permits withdrawals of active participants' salary reduction contributions and rollover contributions only in amounts necessary to satisfy financial hardship as defined by the Internal Revenue Service ("IRS"). In-service withdrawal of vested balances may be elected by participants who have reached 69 1/2 years of age.

**Plan Termination**

While there is no intention to do so, the Company may discontinue the Plan subject to the provisions of ERISA. In the event of complete or partial Plan termination, or discontinuance of contributions to the Plan, participants' accounts shall be immediately vested. The Plan shall remain in effect (unless it is specifically terminated) and the assets shall be administered in the manner provided by the terms of the trust agreement and distributed as soon as administratively feasible.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**1. Description of the Plan (continued)**

**Investment Options**

A participant or former participant may direct the Trustee to invest any portion of his/her elective contributions, catch-up contributions, Qualified Non-Elective contributions and rollover contributions in available investment options. Participant investment options include a variety of mutual funds, a common/collective trust, Wal-Mart common stock, and a stable value fund, which consists of a money market fund, a common/collective trust and guaranteed investment contracts. Participants may change their selections at any time.

Participants' Profit Sharing contributions and Profit Sharing Plan rollover contributions are invested at the direction of the Retirement Plans Committee for participants with less than seven years of service. Participants with at least seven years of service may direct the Trustee to invest such contributions in available investment options. Participant investment options include a variety of mutual funds, a common/collective trust, Wal-Mart common stock, and a stable value fund, which consists of a money market fund, a common/collective trust and guaranteed investment contracts. The associates may change their selections at any time throughout the year.

Participant investments not directed by the associate shall be invested by the Trustee as directed by the Retirement Plans Committee.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

## 2. Summary of Accounting Policies

### Basis of Accounting

Shares of mutual funds are valued at published prices which represent the net asset values of shares held by the Plan at year end based on the underlying fair value of the assets held by the fund. Shares of money market funds are stated at cost which approximates fair value. Wal-Mart common stock is stated at fair value, which equals the quoted market price on the last business day of the year. Investments in common/collective trust funds are stated at the fair value of the underlying assets determined by the Trustee. Guaranteed investment contracts held by the Plan through a stable value fund are considered to be fully benefit-responsive, and therefore, are recorded at contract value. Contract value represents contributions made under the contract, plus interest at the contract rates less withdrawals. Contract value approximates fair value as of January 31, 2006 and 2005 (see Note 3). Purchases and sales are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Benefit payments are recorded when paid. Company contributions are recorded by the Plan in the period in which they were accrued by the Company. Company contributions to the Plan related to the year ending January 31, 2006, were paid in March 2006.

The Company bears the majority of costs associated with administering the Plan, except for certain expenses paid by the Plan participants.

### Use of Estimates

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles requires Plan management to use estimates that affect the amounts reported in the accompanying financial statements and notes. Actual results could differ from these estimates.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

### 3. Retirement Preservation Fund Investments

The Plan's Retirement Preservation Fund ("RPF") is a stable value fund. The RPF is invested in a money market fund, a common/collective trust (the "Merrill Lynch Retirement Preservation Trust"), guaranteed investment contracts ("GIC's"), separate account GIC's and synthetic GIC's. The synthetic GIC's are secured by underlying fixed income assets. The crediting interest rates on the investment contracts ranged from 2.8% to 5.7% for the year ended January 31, 2006, and from 2.8% to 6.0% for the year ended January 31, 2005. Average duration for all investment contracts was 2.8 years and 2.3 years at January 31, 2006, and January 31, 2005, respectively. The average yield was 4.47% in 2006 and 4.11% in 2005. There are no reserves against the contract value for credit risk of the contracted issuer or otherwise.

The contract or crediting rates for certain stable value investment contracts are reset quarterly and are based on the market value of the portfolio of assets underlying these contracts. Inputs used to determine the crediting rate include each contract's portfolio market value, current yield-to-date maturity, duration and market value relative to contract value. All contracts have a guaranteed rate of 0.0% or higher with respect to interest rate resets.

A synthetic GIC provides for a guaranteed return on principle over a specified period of time through benefit responsive wrapper contracts issued by a third party which are backed by underlying assets. The fair value on the synthetic GIC's is approximately \$309,957,000 and \$151,604,000 at January 31, 2006 and 2005, respectively. Included in the contract value of the synthetic GIC's is approximately \$6,950,000 and \$598,000 at January 31, 2006 and 2005, respectively, attributable to the wrapper contract providers representing the amounts by which the value of the contracts is greater than (less than) the value of the underlying assets.

### 4. Investments

The Trustee holds the Plan's investments and executes all investment transactions. The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit and market risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)**4. Investments (continued)**

During the 2006 Plan year, the Plan's investments (including investments purchased, sold, as well as held during the year) appreciated (depreciated) in value as follows:

	<b>Net Appreciation (Depreciation) in Fair Value of Investments (In Thousands)</b>
Common Stock	\$ (578,304)
Mutual Funds	171,810
Common/Collective Trusts	39,276
GICs	635
Total	\$ (366,583)

The fair value of individual investments that represent five percent or more of the Plan's net assets are as follows:

	<b>January 31,</b>	
	<b>2006</b>	<b>2005</b>
	<i>(In Thousands)</i>	
Wal-Mart Stores, Inc. Common Stock	\$ 4,185,515	\$ 4,787,003
Merrill Lynch Retirement Preservation Trust	884,596	809,316
PIMCO Total Return Fund	715,522	536,568

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)**5. Non-Participant-Directed Investments**

Information about the net assets and the significant components of the changes in net assets relating to the non-participant-directed investments is as follows:

As of January 31, 2006  
(In Thousands)

	Wal-Mart Stores, Inc. Common Stock	Merrill Lynch Retirement Preservation Fund	Merrill Lynch Equity Index Trust GM	American Europacific Growth Fund GM	Franklin Small-Mid Cap Growth Fund GM	PIMCO Total Return Fund GM	Ariel Growth Fund GM	Mass Investment Growth Fund GM	Davis NY Venture Fund GM	To
Assets:										
Common Stock	\$ 4,185,515	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,185,515
Mutual Funds	-	-	-	196,245	133,703	619,667	152,142	207,727	212,817	1,520,298
Money Market Fund	-	34,214	-	-	-	-	-	-	-	34,214
Common/Collective Trust	-	884,596	213,196	-	-	-	-	-	-	1,097,792
GIC's	-	364,274	-	-	-	-	-	-	-	364,274
Investments	\$ 4,185,515	\$ 1,283,084	\$ 213,196	\$ 196,245	\$ 133,703	\$ 619,667	\$ 152,142	\$ 207,727	\$ 212,817	\$ 7,200,001
Contributions receivable	315,378	118,346	36,999	25,985	23,057	146,035	27,210	36,762	36,999	760,761
Net assets available for benefits	<b>\$ 4,500,893</b>	<b>\$ 1,401,430</b>	<b>\$ 250,195</b>	<b>\$ 222,230</b>	<b>\$ 156,760</b>	<b>\$ 765,702</b>	<b>\$ 179,352</b>	<b>\$ 244,489</b>	<b>\$ 249,816</b>	<b>\$ 7,970,001</b>

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

## 5. Non-Participant-Directed Investments (continued)

Year ended January 31, 2006  
(In Thousands)

	Wal-Mart Stores, Inc. Common Stock	Merrill Lynch Retirement Preservation Fund	Merrill Lynch Equity Index Trust GM	American Europacific Growth Fund GM	Franklin Small-Mid Cap Growth Fund GM	PIMCO Total Return Fund GM	Ariel Fund GM	Mass Investment Growth Fund GM	Davis NY Venture Fund GM	Total
Changes in net assets:										
Contributions	\$ 392,852	\$ 118,797	\$ 51,397	\$ 40,157	\$ 31,914	\$ 179,793	\$ 37,011	\$ 50,699	\$ 51,396	\$ 954,000
Interest and dividends	55,752	52,416	-	8,949	145	22,822	9,563	-	1,666	151,307
Net appreciation/ (depreciation) in fair value of investments	(578,304)	634	20,506	38,448	24,481	(9,903)	2,381	20,301	24,121	(457,361)
Benefit payments	(271,336)	(105,742)	(13,464)	(11,611)	(8,448)	(41,968)	(9,503)	(13,154)	(13,553)	(488,712)
Administrative expenses	(555)	(847)	(212)	(146)	(133)	(883)	(157)	(210)	(212)	(3,345)
Net interfund transfers	(227,949)	76,394	6,867	(18,053)	(6,433)	65,836	10,034	5,981	227	(87,050)
Other, net	1,336	3,530	51	39	32	222	38	51	52	5,301
Net increase/ (decrease)	(628,204)	145,182	65,145	57,783	41,558	215,919	49,367	63,668	63,697	74,100
Net assets available for benefits at beginning of year	5,129,097	1,256,248	185,050	164,447	115,202	549,783	129,985	180,821	186,119	7,896,752
Net assets available for benefits at end of year	<b>\$ 4,500,893</b>	<b>\$ 1,401,430</b>	<b>\$ 250,195</b>	<b>\$ 222,230</b>	<b>\$ 156,760</b>	<b>\$ 765,702</b>	<b>\$ 179,352</b>	<b>\$ 244,489</b>	<b>\$ 249,816</b>	<b>\$ 7,970,877</b>



Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)**5. Non-Participant-Directed Investments (continued)**As of January 31, 2005  
(In Thousands)

	Wal-Mart Stores, Inc. Common Stock	Merrill Lynch Retirement Preservation Fund	Merrill Lynch Equity Index Trust GM	American Europacific Growth Fund GM	Franklin Small-Mid Cap Growth Fund GM	PIMCO Total Return Fund GM	Ariel Fund GM	Mass Investment Growth Fund GM	Davis NY Venture Fund GM	To
Assets:										
Common Stock	\$ 4,787,003	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,787,003
Mutual Funds	-	-	-	146,727	100,079	457,568	112,244	156,738	161,825	1,130,131
Money Market Fund	-	72,348	-	-	-	-	-	-	-	72,348
Common/Collective Trust	-	809,316	160,756	-	-	-	-	-	-	970,072
GIC's	-	219,957	-	-	-	-	-	-	-	219,957
Investments	\$ 4,787,003	\$ 1,101,621	\$ 160,756	\$ 146,727	\$ 100,079	\$ 457,568	\$ 112,244	\$ 156,738	\$ 161,825	\$ 7,185,733
Contributions receivable	342,094	154,627	24,294	17,720	15,123	92,215	17,741	24,083	24,294	711,187
Net assets available for benefits	<b>\$ 5,129,097</b>	<b>\$ 1,256,248</b>	<b>\$ 185,050</b>	<b>\$ 164,447</b>	<b>\$ 115,202</b>	<b>\$ 549,783</b>	<b>\$ 129,985</b>	<b>\$ 180,821</b>	<b>\$ 186,119</b>	<b>\$ 7,899,702</b>

The above tables represent the net assets available for benefits for both the 401(k) and Profit Sharing Investments. The investments include a portion that is participant-directed. The tables include both non-participant and participant-directed investments, as the participant-directed investments cannot be segregated from the total.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**6. Differences between Financial Statements and Form 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	<b>January 31,</b>	
	<b>2006</b>	<b>2005</b>
	<i>(In Thousands)</i>	
Net assets available for benefits per the financial statements	\$ <b>8,888,766</b>	\$ 8,528,267
Amounts allocated to withdrawing participants	<b>(1,336)</b>	(2,504)
Net assets available for benefits per the Form 5500	\$ <b>8,887,430</b>	\$ 8,525,763

The following is a reconciliation of benefit payments per the financial statements to the Form 5500 for the year ended January 31, 2006 *(in thousands)*:

Benefit payments per the financial statements	\$ 526,952
Add: Amounts allocated to withdrawn participants at end of year	1,336
Less: Amounts allocated on Form 5500 to withdrawn participants at beginning of year	(2,504)
Benefit payments per the Form 5500	\$ 525,784

Amounts allocated to withdrawing participants are recorded in the Form 5500 for benefit payments that have been processed and approved for payment prior to January 31, but not yet paid as of that date.

Wal-Mart Profit Sharing and 401(k) Plan  
Notes to Financial Statements (continued)

**7. Tax Status**

The Plan has received a determination letter from the IRS dated June 8, 2004, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the "Code") and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor believes the Plan is being administered in accordance with the terms of the Plan and the applicable requirements of the Code. Where appropriate, corrections or administrative procedures will continue to be implemented as needed by the Plan Sponsor and the Plan to insure the continued qualified status of the Plan and related trust.

**8. Related-Party Transactions**

Certain Plan investments are shares of common stock of Wal-Mart Stores, Inc. and shares of a common/collective trust and a stable value fund managed by Merrill Lynch. Wal-Mart Stores, Inc. is the Plan sponsor, and Merrill Lynch is the trustee and record-keeper as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the trustee and record-keeping services amounted to approximately \$3.6 million for the year ended January 31, 2006.

Supplemental Schedules

**Wal-Mart Profit Sharing and 401(k) Plan**  
**Schedule H, Line 4i - Schedule of Assets (Held at End of Year)**

January 31, 2006

EIN #71-0415188

Plan #003

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost <i>(In Thousands)</i>	Current Value	
**	Non-Participant-Directed:			
*	Wal-Mart Stores, Inc.	Common Stock	\$ 1,240,118	\$,185,515
*	Merrill Lynch	Premier Fund Retirement	34,214	34,214
*	Merrill Lynch	Preservation Trust	884,596	884,596
	AIG	GIC - 4.5%	47,131	47,131
	AIG Wrapper Contract	GIC - Wrapper Contract	737	737
	Bank of America	GIC - 4.6%	45,965	45,965
	Bank of America Wrapper Contract	GIC - Wrapper Contract	1,167	1,167
	IXIS Financial Products, Inc.	GIC - 4.0%	40,756	40,756
	IXIS Financial Products, Inc. Wrapper Contract	GIC - Wrapper Contract	1,252	1,252
	Genworth Life Insurance Company	GIC - 4.9%	754	754
	Genworth Life Insurance Company	GIC - 4.9%	1,482	1,482
	Genworth Life Insurance Company	GIC - 4.2%	2,872	2,872
	Hartford Life Insurance Company	GIC - 5.7%	2,312	2,312
	Hartford Life Insurance Company	GIC - 4.6%	2,920	2,920
	Hartford Life Insurance Company	GIC - 3.3%	3,274	3,274
	John Hancock Life Insurance Company	GIC - 4.6%	2,200	2,200
	JP Morgan Chase Bank	GIC - 4.8%	37,625	37,625
	JP Morgan Chase Bank Wrapper Contract	GIC - Wrapper Contract	815	815
	Metropolitan Life	GIC - 4.9%	755	755
	Metropolitan Life	GIC - 4.8%	1,478	1,478
	New York Life Insurance Company	GIC - 3.3%	1,659	1,659
	New York Life Insurance Company	GIC - 2.8%	1,447	1,447

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Pacific Life Insurance Company	GIC - 4.4%	2,173	2,173
Pacific Life Insurance Company	GIC - 3.2%	1,647	1,647
Pacific Life Insurance Company	GIC - 3.3%	2,460	2,460
Principle Life Insurance Company	GIC - 4.0%	2,810	2,810

**Wal-Mart Profit Sharing and 401(k) Plan**  
**Schedule H, Line 4i - Schedule of Assets (Held at End of Year)**

January 31, 2006

EIN #71-0415188

Plan #003

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value		Cost	Current Value <i>(In Thousands)</i>
**	Non-Participant-Directed (continued):			
	Principle Life Insurance Company	GIC - 4.3%	2,875	2,875
	Protective Life Insurance Company	GIC - 3.7%	2,812	2,812
	Protective Life Insurance Company	GIC - 3.9%	3,360	3,360
	Protective Life Insurance Company	GIC - 3.6%	3,326	3,326
	State Street Bank & Trust Company	GIC - 4.7%	52,472	52,472
	State Street Bank & Trust Company Wrapper Contract	GIC - Wrapper Contract	1,118	1,118
	Transamerica Life Insurance Company	GIC - 4.8%	37,259	37,259
	Transamerica Life Insurance Company Wrapper Contract	GIC - Wrapper Contract	613	613
	UBS AG	GIC - 4.5%	48,749	48,749
	UBS AG Wrapper Contract	GIC - Wrapper Contract	1,248	1,248
	United of Omaha Life Insurance Company	GIC - 4.1%	2,854	2,854
	United of Omaha Life Insurance Company	GIC - 2.8%	1,897	1,897
*	Merrill Lynch	Equity Index Trust GM	179,170	213,196
	American Europacific	Growth Fund GM Small-Mid Cap	143,353	196,245
	Franklin Templeton Investments	Growth Fund GM Total Return Fund	89,558	133,703
	PIMCO Funds	GM	630,396	619,667
	Ariel	Ariel Fund GM Growth Stock Fund	122,864	152,142
	Massachusetts Investments	GM	163,349	207,727
	Davis Funds	New York Venture Fund GM	152,653	212,817
				7,204,096





**Wal-Mart Profit Sharing and 401(k) Plan**  
**Schedule H, Line 4i - Schedule of Assets (Held at End of Year)**

January 31, 2006

EIN #71-0415188

Plan #003

(a)	(b)	(c)	(e)
Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Current Value <i>(In Thousands)</i>	
	Participant-Directed:		
*	Merrill Lynch	Equity Index Trust	204,743
	Ariel	Ariel Fund	70,275
	American Europacific	Growth Fund	151,465
	PIMCO Funds	Total Return Fund	95,855
	Davis Funds	New York Venture Fund	56,690
	Franklin Templeton Investments	Small-Mid Cap Growth Fund	192,017
	Massachusetts Investments	Growth Stock Fund	44,903
	Allianz Funds	RCM Innovation Fund	5,328
	AIM Funds	International Growth Fund	44,069
			865,345
	Total Investments		\$ 8,069,441

\* P \* Party-in-interest

\*\* \*\* The amounts include both non-participant and participant-directed amounts as the participant-directed investments cannot be segregated from the total.

Note: Column (d) is not applicable for participant directed investments.

**Wal-Mart Profit Sharing and 401(k) Plan**  
**Schedule H, Line 4j - Schedule of Reportable Transactions**

January 31, 2006

EIN #71-0415188

Plan #003

(a)	(b)	(c)	(d)	(g)	(h)	(i)
Identity of Party Involved	Description of Assets (Including Interest Rate and Maturity in Case of Loans)	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain or (Loss)
Category (iii) - Series of individual transactions in excess of 5% of Plan assets as of January 31, 2006:						
R Retirement Preservation Fd *		\$ 296,645	\$ -	\$ 296,645	\$ 296,645	\$ -
R Retirement Preservation Fd *		\$ -	\$ 244,064	\$ 244,064	\$ 244,064	\$ -
Wal-Mart Stores, Inc. *	Common Stock	\$ 399,715	\$ -	\$ 399,715	\$ 399,715	\$ -
Wal-Mart Stores, Inc. *	Common Stock	\$ -	\$ 447,882	\$ 165,802	\$ 447,882	\$ 282,080

There were no category (i), (ii) or (iv) transactions during the 2006 Plan year.

Columns (e) and (f), are not applicable.

\* The above transactions include a portion that is participant-directed. The above table includes both non-participant and participant-directed transactions, as the participant-directed transactions cannot be segregated from the total.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Wal-Mart Profit Sharing and 401(k) Plan

Date: July 27, 2006

By: /s/ Stephen R Hunter  
Vice President Retirement Savings Plans  
Wal-Mart Stores, Inc.