

WAL MART STORES INC
Form 8-K
June 09, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 or 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 4, 2010

Wal-Mart Stores, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other Jurisdiction

of Incorporation)

001-06991
(Commission

File Number)

71-0415188
(IRS Employer

Identification No.)

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702 S.W. 8th Street

Bentonville, Arkansas 72716

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (479) 273-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders

The Annual Shareholders Meeting of Wal-Mart Stores, Inc. (the Company) was held on June 4, 2010 in Fayetteville, Arkansas. At that meeting, the Company's shareholders voted on the matters set forth below.

Election of Directors

The Company's shareholders elected for one-year terms all persons nominated for election as directors as set forth in the Company's proxy statement dated April 19, 2010. The following table sets forth the vote of the shareholders at the meeting with respect to the election of directors:

| Nominee | For | Against | Abstain | Broker Non-Votes |
|-------------------------|---------------|-------------|-----------|------------------|
| Aida M. Alvarez | 3,071,671,694 | 20,312,586 | 2,193,392 | 240,238,188 |
| James W. Breyer | 3,071,304,852 | 20,637,629 | 2,235,191 | 240,238,188 |
| M. Michele Burns | 3,045,272,313 | 46,708,239 | 2,197,120 | 240,238,188 |
| James I. Cash Jr. | 3,070,909,905 | 21,032,099 | 2,235,668 | 240,238,188 |
| Roger C. Corbett | 3,070,737,592 | 21,208,126 | 2,231,954 | 240,238,188 |
| Douglas N. Daft | 2,782,416,401 | 309,227,843 | 2,533,428 | 240,238,188 |
| Michael T. Duke | 3,066,119,479 | 25,918,861 | 2,139,332 | 240,238,188 |
| Gregory B. Penner | 3,057,825,311 | 33,741,094 | 2,611,267 | 240,238,188 |
| Steven S Reinemund | 3,059,353,277 | 32,508,097 | 2,316,298 | 240,238,188 |
| H. Lee Scott, Jr. | 3,059,199,454 | 32,934,724 | 2,043,494 | 240,238,188 |
| Arne M. Sorenson | 3,019,740,599 | 71,890,714 | 2,546,359 | 240,238,188 |
| Jim C. Walton | 3,060,095,325 | 32,077,321 | 2,005,026 | 240,238,188 |
| S. Robson Walton | 3,059,647,548 | 32,534,624 | 1,995,500 | 240,238,188 |
| Christopher J. Williams | 3,070,813,825 | 21,066,313 | 2,297,534 | 240,238,188 |
| Linda S. Wolf | 2,695,630,799 | 395,038,025 | 3,508,848 | 240,238,188 |

Company Proposals

Ratification of Independent Accountants. The Company's shareholders voted upon and approved the ratification of the appointment of Ernst & Young LLP to serve as the Company's independent registered accounting firm for the fiscal year ending January 31, 2011. The votes on this proposal were as follows:

| For | Against | Abstain |
|---------------|------------|-----------|
| 3,313,758,053 | 17,554,373 | 3,103,434 |

There were no broker non-votes with respect to this proposal.

Stock Incentive Plan of 2010. The Company's shareholders voted upon and approved the Wal-Mart Stores, Inc. Stock Incentive Plan of 2010. The votes on this proposal were as follows:

| For | Against | Abstain | Broker Non-Votes |
|---------------|-------------|-----------|------------------|
| 2,686,752,629 | 402,315,793 | 5,109,250 | 240,238,188 |

ASDA Limited Sharesave Plan 2000. The Company's shareholders voted upon and approved amendments to the ASDA Limited Sharesave Plan 2000. The votes on this proposal were as follows:

| For | Against | Abstain | Broker Non-Votes |
|-----|---------|---------|------------------|
|-----|---------|---------|------------------|

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2,935,783,738

153,850,307

4,543,627

240,238,188

Shareholder Proposals

The Company's shareholders voted upon and rejected a shareholder proposal regarding an amendment to the Company's equal employment opportunity policy to explicitly prohibit discrimination based on gender identity and to implement that amended non-discrimination policy. The votes on the proposal were as follows:

| | | | | Broker |
|--|-------------|---------------|-------------|-------------|
| | For | Against | Abstentions | Non-Votes |
| | 418,301,156 | 2,454,756,584 | 221,119,932 | 240,238,188 |

The Company's shareholders voted upon and rejected a shareholder proposal regarding a policy requiring an advisory shareholder vote on executive compensation at each annual shareholders' meeting. The votes on the proposal were as follows:

| | | | | Broker |
|--|-------------|---------------|-------------|-------------|
| | For | Against | Abstentions | Non-Votes |
| | 607,714,208 | 2,450,387,113 | 36,076,351 | 240,238,188 |

The Company's shareholders voted upon and rejected a shareholder proposal regarding preparing a report on the Company's political contributions. The votes on the proposal were as follows:

| | | | | Broker |
|--|-------------|---------------|-------------|-------------|
| | For | Against | Abstentions | Non-Votes |
| | 418,959,605 | 2,429,397,412 | 245,820,655 | 240,238,188 |

The Company's shareholders voted upon and rejected a shareholder proposal regarding shareholders being permitted to call special shareholders meetings. The votes on the proposal were as follows:

| | | | | Broker |
|--|-------------|---------------|-------------|-------------|
| | For | Against | Abstentions | Non-Votes |
| | 666,998,381 | 2,422,237,037 | 4,942,254 | 240,238,188 |

The Company's shareholders voted upon and rejected a shareholder proposal regarding controlled-atmosphere killing of poultry by the Company's suppliers. The votes on the proposal were as follows:

| | | | | Broker |
|--|------------|---------------|-------------|-------------|
| | For | Against | Abstentions | Non-Votes |
| | 39,558,278 | 2,806,284,523 | 248,334,871 | 240,238,188 |

The Company's shareholders voted upon and rejected a shareholder proposal regarding preparing a report on the Company's lobbying priorities. The votes on the proposal were as follows:

| | | | | Broker |
|--|-----|---------|-------------|-----------|
| | For | Against | Abstentions | Non-Votes |
| | | | | |

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65,438,533

2,789,742,918

238,996,221

240,238,188

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 9, 2010

WAL-MART STORES, INC.

By: /s/ Gordon Y. Allison
Gordon Y. Allison
Vice President and General Counsel, Corporate