

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

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|--|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>Walmart Inc.</u><br><br>(Last) (First) (Middle)<br><u>702 S. W. 8TH STREET</u><br><br>(Street)<br><u>BENTONVILLE AR 72716</u><br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br><u>07/16/2024</u> | 3. Issuer Name and Ticker or Trading Symbol<br><u>ibotta, Inc. [ IBTA ]</u>   |  |
|  |  | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

**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 Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---------------------------|---|--|--|---|
|  | Date Exercisable   | Expiration Date           |   |  |  |   |
| Common Stock Purchase Warrant (right to buy) | (1)  | 05/17/2031 <sup>(2)</sup> | Class A Common Stock, par value \$0.00001 per share<br>4,121,034            | 70.12  | D  |   |

**Explanation of Responses:**

- As of September 30, 2024, the warrant was exercisable with respect to 3,502,879 shares of Class A Common Stock. The warrant becomes exercisable for the remaining 618,155 shares, subject to the Reporting Person and the Issuer extending their commercial agreement beyond its initial term.
- The warrant expires on May 17, 2031, or earlier if the Reporting Person's commercial agreement with the Issuer is not extended beyond its initial term.

**Remarks:**

WALMART INC. By: /s/ Gordon Y. Allison Name: Gordon Y. Allison Title: Senior Vice President, Office of the Corporate Secretary, and Chief Counsel for Finance and Corporate Governance 10/16/2024

\*\* Signature of Reporting Person 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).

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

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.