

HOLLIS MARK CLAYTON

Form 4

March 05, 2013

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOLLIS MARK CLAYTON

2. Issuer Name **and** Ticker or Trading  
Symbol  
PUBLIX SUPER MARKETS INC  
[NONE]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2013

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Vice President

P.O. BOX 407

(Street)

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

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

LAKELAND, FL 33802-0407

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/15/2013                              |                                                             | J                                       | V 6,220 D<br>(A)<br>or<br>(D)                                              | \$<br>22.5 747,918                                                                                                 | I                                                                    | By Trustee<br>of Mother's<br>GRAT                                 |
| Common<br>Stock                       | 02/26/2013                              |                                                             | G                                       | V 622 A                                                                    | \$<br>22.5 881                                                                                                     | I                                                                    | By Spouse                                                         |
| Common<br>Stock                       | 02/26/2013                              |                                                             | G                                       | V 2,488 A                                                                  | \$<br>22.5 251,792                                                                                                 | I                                                                    | By Trustee<br>For<br>Children<br>Trust                            |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 257,460                                                                                                            | D                                                                    |                                                                   |

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|              |             |   |                                   |
|--------------|-------------|---|-----------------------------------|
| Common Stock | 1,692.0949  | I | By 401(k)<br>(1)                  |
| Common Stock | 4,150       | I | By Custodian For Child            |
| Common Stock | 52,457.4129 | I | By ESOP<br>(2)                    |
| Common Stock | 298,317     | I | By Grantor Retained Annuity Trust |
| Common Stock | 66,006      | I | By Trustee of Brother's Trust     |
| Common Stock | 135,000     | I | Spouse Irrev Trust                |
| Common Stock | 90,879      | I | Spouse Trustee of Recp Trust      |
| Common Stock | 754,138     | I | By Trustee of Father's GRAT       |

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

**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 control number.**

SEC 1474  
(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) |                 | 8. D         |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| SERP Stock                                 | (3)                                                    | 03/01/2013                           | 03/01/2013                                         | A                              |                                                                                         | 73.7767                                                  |     | (3)                                                           | (3)             | Common Stock | 73.7767                    |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                |       |
|----------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                                | Director      | 10% Owner | Officer        | Other |
| HOLLIS MARK CLAYTON<br>P.O. BOX 407<br>LAKELAND, FL 33802-0407 |               |           | Vice President |       |

## Signatures

|                                                               |            |
|---------------------------------------------------------------|------------|
| /s/ Monica Allman, POA on file for Mark Clayton<br>Hollis, Jr | 03/05/2013 |
|---------------------------------------------------------------|------------|

\_\_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) Acquired under the Publix Super Markets, Inc. 401(k) SMART Plan. Transaction exempt under rule 16b-3(c).

(2) Acquired under the Publix Super Markets, Inc. Employee Stock Ownership Plan. Transaction exempt under rule 16b-3(c).

Each share of SERP stock is the economic equivalent of one share of common stock. The shares of SERP stock become payable in

(3) common stock upon the reporting person's termination of employment in accordance with the Publix Super Markets, Inc. Supplemental Executive Retirement Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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