

BARNETT CAROL  
Form 5  
February 04, 2010

# FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
BARNETT CAROL

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/26/2009

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

P.O. BOX 407

(Street)

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

LAKELAND, FL 33802-0407

(City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/02/2009	Â	J	1,227,2747	A	\$ 16.1	250,908.9723	I	By Spouse's ESOP (1) (3)
Common Stock	03/02/2009	Â	J	46.5839	A	\$ 16.1	1,375.03	I	By Spouse's 401(k) (2) (3)
Common Stock	04/30/2009	Â	J	44,257	D	\$ 16.1	5,428,697	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	44,257	A	\$ 16.1	40,351,508	D	Â

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Common Stock	04/30/2009	Â	J	712,146	D	\$ 16.1	4,716,551	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	712,146	A	\$ 16.1	712,146	I	By Spouse's Charitable Lead Annuity Trust <u>(3)</u>
Common Stock	04/30/2009	Â	J	2,701,445	D	\$ 16.1	2,015,106	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	2,701,445	A	\$ 16.1	4,936,082	I	By Spouse's Grantor Retained Annuity Trust
Common Stock	04/30/2009	Â	J	44,257	D	\$ 16.1	1,970,849	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	44,257	A	\$ 16.1	553,362	I	By Spouse <u>(3)</u>
Common Stock	04/30/2009	Â	J	948,923	D	\$ 16.1	1,021,926	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	948,923	A	\$ 16.1	948,923	I	By Spouse's Grandchildren Trust <u>(3)</u>
Common Stock	04/30/2009	Â	J	1,021,926	D	\$ 16.1	0	I	By Shares Held By Ltd Partnership
Common Stock	04/30/2009	Â	J	1,021,926	A	\$ 16.1	1,021,926	I	By Spouse's Children's Trust <u>(3)</u>
Common Stock	08/03/2009	Â	J	0.0536	A	\$ 16.05	1,375.0836	I	By Spouse's 401(k) <u>(2)</u> <u>(3)</u>
Common Stock	08/03/2009	Â	J	35.1252	A	\$ 16.05	1,410.2088	I	By Spouse's 401(k) <u>(2)</u> <u>(3)</u>
Common Stock	11/20/2009	Â	G	270,288	D	\$ 16.3	4,665,794	I	By Spouse's Grantor Retained Annuity Trust
Common Stock	11/20/2009	Â	G	270,288	A	\$ 16.3	40,621,796	D	Â
Common Stock	11/20/2009	Â	G	19,814	D	\$ 16.3	40,601,982	D	Â

Common Stock                                                       7,555                I          As Custodian For Child

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 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Table with 9 columns: 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. Price of Derivative Security (Instr. 5), 9. (Instr. 5). Includes sub-headers for Date Exercisable and Expiration Date, and Amount or Number of Shares.

**Reporting Owners**

Table with 5 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row 1: BARNETT CAROL, P.O. BOX 407, LAKELAND, FL 33802-0407. Relationships: Director (X), 10% Owner, Officer, Other.

**Signatures**

/s/ Monica Allman, POA on file for Carol Barnett                                     02/04/2010  
\*\*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. Employee Stock Ownership Plan. Transaction exempt under rule 16b-3(c).
  - (2) Acquired under the Publix Super Markets, Inc. 401(k) SMART Plan. Transaction exempt under rule 16b-3(c).
  - (3) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.