PUBLIX SUPER MARKETS INC

Form 5

February 02, 2015

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number:

Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per **OWNERSHIP OF SECURITIES** 5 obligations response... 1.0 may continue.

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions

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1. Name and Ad CRENSHAW	•	_	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) P.O. BOX 40	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/27/2014	_X_ Director 10% Owner Officer (give title Other (specify below) CEO		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)		
LAKELAND), FL 338	802-0407		_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned		

(City)	(State)	(Zip) 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. Securitie or Disposed (Instr. 3, 4 and Amount	d of (D))	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	03/11/2014	Â	G	1,392	D	\$ 30.15	600,810	I	By Trustee Of Mother's Trust
Common Stock	03/11/2014	Â	G	1,392	A	\$ 30.15	13,258	I	By Trustee Of Nephews' Trust
Common Stock	03/11/2014	Â	G	1,392	D	\$ 30.15	5,999,418	I	By Trustee Of Mother's Trust

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Common Stock	03/11/2014	Â	G	1,392	A	\$ 30.15	12,106	I	By Trustee Of Niece's Trust
Common Stock	03/11/2014	Â	G	464	A	\$ 30.15	2,052,000	D	Â
Common Stock	03/11/2014	Â	G	464	D	\$ 30.15	5,998,954	I	By Trustee Of Mother's Trust
Common Stock	03/11/2014	Â	G	1,623	D			I	By Trustee Of Mother's Trust
Common Stock	03/11/2014	Â	G	2,784	D	\$ 30.15	2,049,216	D	Â
Common Stock	03/11/2014	Â	G	67,310	D	\$ 30.15	252,219	I	By Trustee GRAT Trust
Common Stock	03/11/2014	Â	J4	89,072	D	\$ 30.15	163,147	I	By Trustee GRAT Trust
Common Stock	03/11/2014	Â	J4	89,072	A	\$ 30.15	2,138,288	D	Â
Common Stock	04/18/2014	Â	J	165,838	A	\$ 30.15	328,985	I	By Trustee GRAT Trust
Common Stock	04/18/2014	Â	J	165,838	D	\$ 30.15	1,972,450	D	Â
Common Stock	08/05/2014	Â	G	2,102	A	\$ 33.85	15,360	I	By Trustee Of Nephews' Trust
Common Stock	08/05/2014	Â	G	2,102	D	\$ 33.85	5,995,229	I	By Trustee Of Mother's Trust
Common Stock	08/05/2014	Â	G	3,254	D	\$ 33.85	5,991,975	I	By Trustee Of Mother's Trust
Common Stock	08/05/2014	Â	G	3,254	A	\$ 33.85	15,360	I	By Trustee Of Niece's Trust
Common Stock	08/26/2014	Â	G	1,652	D	\$ 33.85	1,970,798	D	Â
Common Stock	08/26/2014	Â	J	45,125	D	\$ 33.85	283,860	I	By Trustee GRAT

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									Trust
Common Stock	08/26/2014	Â	J	45,125	A	\$ 33.85	2,015,923	D	Â
Common Stock	08/26/2014	Â	G	109,160	D	\$ 33.85	174,700	I	By Trustee GRAT Trust
Common Stock	08/26/2014	Â	J	8,862	D	\$ 33.85	165,838	I	By Trustee GRAT Trust
Common Stock	08/26/2014	Â	J	8,601	D	\$ 33.85	5,983,374	I	By Trustee Of Mother's Trust
Common Stock	12/31/2014	Â	G	6,522	D	\$ 33.8	2,009,401	D	Â
Common Stock	12/31/2014	Â	J	414	D	\$ 33.8	5,982,960	I	By Trustee Of Mother's Trust
Common Stock	Â	Â	Â	Â	Â	Â	1,777.5709	I	By 401(k)
Common Stock	Â	Â	Â	Â	Â	Â	173,092.403	I	By ESOP
Common Stock	Â	Â	Â	Â	Â	Â	43,260	I	By Family Limited Partnership
Common Stock	Â	Â	Â	Â	Â	Â	25,000	I	By Spouse
Common Stock	Â	Â	Â	Â	Â	Â	19,280	I	By Spouse As Custodian For Children
	eport on a separate lin	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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(A) (D) Date **Expiration Title** Amour Exercisable Numbe Date Shares **SERP** Common Â 2,084.6362 Â Â (4) $\hat{A}^{(4)}$ Â 03/03/2014 2,084 Stock Stock

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other CRENSHAW WILLIAM E ÂX CEO Â P.O. BOX 407 LAKELAND, FLÂ 33802-0407

Signatures

/s/ Monica Allman, POA on file for William E Crenshaw

02/02/2015

**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).
- The reporting person disclaims beneficial ownership of the common stock held by the Limited Partnership except to the extent of his pecuniary interest therein.
- Each share of SERP stock is the economic equivalent of one share of common stock. The shares of SERP stock become payable in (4) 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 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.

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