

HOLLIS MARK CLAYTON
Form 5
February 14, 2012

FORM 5

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).
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

OMB APPROVAL

OMB
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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. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/30/2011

____ 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 Reporting

(check applicable line)

LAKELAND, FL 33802-0407

____X____ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	01/14/2011	Â	G	5,232 A \$ 19.85	244,160	I	By Trustee For Children Trust
Common Stock	01/14/2011	Â	G	1,308 A \$ 19.85	132,973	I	By Spouse
Common Stock	03/01/2011	Â	J	35.8852 A \$ 20.9	1,525.618	I	By 401(k) (1)

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Common Stock	03/01/2011	Â	J	916.9137	A	\$ 20.9	67,772.2458	I	By ESOP (2)
Common Stock	04/20/2011	Â	J	109,736	D	\$ 20.9	490,264	I	By Grantor Retained Annuity Trust
Common Stock	04/20/2011	Â	J	109,736	A	\$ 20.9	114,226	D	Â
Common Stock	04/22/2011	Â	J	104,736	D	\$ 20.9	9,490	D	Â
Common Stock	04/22/2011	Â	J	104,736	A	\$ 20.9	595,000	I	By Grantor Retained Annuity Trust
Common Stock	04/27/2011	Â	G	5,000	D	\$ 20.9	4,490	D	Â
Common Stock	08/01/2011	Â	J	36.6726	A	\$ 22.05	1,562.2906	I	By 401(k) (1)
Common Stock	11/29/2011	Â	G	66,006	A	\$ 20.2	70,496	D	Â
Common Stock	11/29/2011	Â	G	66,006	A	\$ 20.2	66,006	I	By Trustee of Brother's Trust
Common Stock	12/01/2011	Â	G	240	D	\$ 20.2	70,256	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	4,150	I	By Custodian For Child
Common Stock	Â	Â	Â	Â	Â	Â	841,716	I	By Trustee of Father's GRAT
Common Stock	Â	Â	Â	Â	Â	Â	841,716	I	By Trustee of Mother's GRAT

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

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(9-02)

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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. Price of Derivative Security (Instr. 5)	9.
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/ Monica Allman, POA on file for Mark Clayton
Hollis, Jr

02/14/2012

__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).

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