

Di BENEDETTO JOSEPH JR.

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
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Di BENEDETTO JOSEPH JR.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
☒ Officer (give title below) ☐ Other (specify 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

☒ 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	05/02/2011	Â	J	136.5768 D \$ 20.9	47.4863	I	By Children's 401(k) (2)
Common Stock	08/01/2011	Â	J	36.6721 A \$ 22.05	1,562.2834	I	By 401(k) (1)
Common Stock	08/01/2011	Â	J	1.1415 A \$ 22.05	48.6278	I	By Children's 401(k) (1)
	Â	Â	Â	Â Â Â	220,250	D	Â

Common
Stock

Common Stock	Â	Â	Â	Â	Â	Â	340.2139	I	By Children's ESOP
Common Stock	Â	Â	Â	Â	Â	Â	1,100	I	By Custodian For Children
Common Stock	Â	Â	Â	Â	Â	Â	69,920.8823	I	By ESOP
Common Stock	Â	Â	Â	Â	Â	Â	150	I	By Spouse
Common Stock	Â	Â	Â	Â	Â	Â	2,500	I	By Spouse As Custodian For Child
Common Stock	Â	Â	Â	Â	Â	Â	5,648.0685	I	By Spouse's ESOP

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)

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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Di BENEDETTO JOSEPH JR.
P.O. BOX 407 Â Â Â Vice President Â
LAKELAND,Â FLÂ 33802-0407

Signatures

/s/Monica Allman, POA on file for Joseph
DiBenedetto, 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) Transfer of shares as required under the Publix Super Markets, Inc. 401(k) SMART 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.

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