

PUBLIX SUPER MARKETS INC

Form 8-K

April 18, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 16, 2013

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PUBLIX SUPER MARKETS, INC.

(Exact name of Registrant as specified in its charter)

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Florida

0-00981

59-0324412

(State of incorporation)

(Commission File Number)

(I.R.S. Employer Identification  
No.)

3300 Publix Corporate Parkway  
Lakeland, Florida

33811

(Address of principal executive  
offices)

(Zip Code)

(863) 688-1188

(Registrant's telephone number,  
including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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## Item 1.01. Entry into a Material Definitive Agreement

## Indemnification Agreement

Publix Super Markets, Inc. (the “Company”) and Stephen M. Knopik, a Director of the Company, entered into an Indemnification Agreement dated April 16, 2013. This Indemnification Agreement was in the same form as the Indemnification Agreement attached as an exhibit to the quarterly report of the Company on Form 10-Q for the quarter ended March 31, 2001. The Indemnification Agreement has been entered into between the Company and all of its directors and officers as reported in the quarterly, annual and current reports of the Company on Form 10-Q, Form 10-K and Form 8-K for the periods ended March 31, 2001, June 30, 2001, September 29, 2001, June 29, 2002, December 28, 2002, September 27, 2003, December 27, 2003, March 27, 2004, May 18, 2005, July 1, 2005, January 30, 2006, January 30, 2008, December 22, 2008, April 14, 2009, January 1, 2011, January 4, 2013 and April 1, 2013.

## Item 5.07. Submission of Matters to a Vote of Security Holders

The Annual Meeting of Stockholders of Publix Super Markets, Inc. was held on April 16, 2013 for the purpose of electing a board of directors. Proxies for the meeting were solicited pursuant to Section 14(a) of the Securities Exchange Act of 1934 and there were no solicitations in opposition to management's solicitation. All nominees for director listed below were elected. The term of office of the directors will be until the next annual meeting or until their successors shall be elected and qualified. The results of the election of directors were as follows:

|                         | Votes For   | Votes Against | Abstain   |
|-------------------------|-------------|---------------|-----------|
| Carol Jenkins Barnett   | 600,671,106 | 746,785       | 544,944   |
| Hoyt R. Barnett         | 600,382,115 | 932,501       | 649,114   |
| William E. Crenshaw     | 600,135,951 | 1,411,371     | 416,169   |
| Jane B. Finley          | 598,333,890 | 1,815,882     | 1,814,030 |
| Sherrill W. Hudson      | 598,215,948 | 1,905,387     | 1,750,782 |
| Charles H. Jenkins, Jr. | 598,438,248 | 1,062,501     | 2,388,811 |
| Howard M. Jenkins       | 600,642,079 | 698,155       | 549,193   |
| Stephen M. Knopik       | 596,699,300 | 2,340,116     | 2,929,434 |
| E. Vane McClurg         | 598,410,653 | 2,103,292     | 1,455,092 |
| Maria A. Sastre         | 597,186,568 | 2,488,539     | 2,293,070 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

PUBLIX SUPER MARKETS, INC.

Dated: April 18, 2013

By: /s/ David P. Phillips  
David P. Phillips, Chief Financial Officer and Treasurer  
(Principal Financial and Accounting Officer)

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