

PUBLIX SUPER MARKETS INC  
 Form 5  
 January 20, 2009

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
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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 \*  
 ESTEP SANDY J

2. Issuer Name and Ticker or Trading Symbol  
 PUBLIX SUPER MARKETS INC  
 [NONE]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Vice President

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/27/2008

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	03/03/2008	Â	J	976.181 A \$ 20.7	15,139.0153	I	By ESOP (1)
Common Stock	03/03/2008	Â	J	36.2319 A \$ 20.7	1,299.309	I	By 401(k) (2)
Common Stock	08/01/2008	Â	J	0.1228 A \$ 19.7	1,299.4318	I	By 401(k) (2)
Common Stock	08/01/2008	Â	J	29.0203 A \$ 19.7	1,328.4521	I	By 401(k) (2)
	Â	Â	Â	Â Â Â	500	D	Â



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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. sup>(1) S 900 D \$ 17.67 239,484 D Restricted Stock08/09/2007(1) S 1,100 D \$ 17.66 238,384 D Restricted Stock08/09/2007(1) S 1,000 D \$ 17.65 237,384 D Restricted Stock08/09/2007(1) S 2,000 D \$ 17.63 235,384 D Restricted Stock08/09/2007(1) S 1,000 D \$ 17.62 234,384 D

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 1474 (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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COHEN RON 15 SKYLINE DRIVE HAWTHORNE, NY 10532			President and CEO	

## Signatures

Ron Cohen by David Lawrence,  
Attorney-in-Fact  
Date: 08/13/2007

\*\*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) Sale pursuant to a 10b5-1 plan. These sales are primarily intended to cover the tax liability resulting from restricted stock vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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