PUBLIX SUPER MARKETS INC

Form 4

September 01, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5

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SECURITIES

obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HRABUSA JOHN T			uer Name and I IX SUPEF E]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) P.O. BOX 4	(First) (1	of Earliest T /Day/Year) /2016	ransaction			Director 10% Owner Senior Vice President Owner Other (specify below)				
	mendment, D Ionth/Day/Yea	C	ıl		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
LAKELAND, FL 33802							Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ble I - Non-l	Derivative	Secur	ities Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code		4 and (A) or	ed of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) Indirect Ownership (Instr. 4) (Instr. 4)		
Common Stock	08/30/2016		P	5,000	A	\$ 41.9	6,000	D		
Common Stock							10,802.5239	I	By ESOP	

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

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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. Transac Code (Instr. 8		5. Number of onDerivative 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SERP Stock	<u>(2)</u>	03/01/2016		A	V	462.8971		(2)	(2)	Common Stock	462.8971

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HRABUSA JOHN T

P.O. BOX 407 Senior Vice President

LAKELAND, FL 33802

Signatures

/s/ Monica Allman, POA on file for John Hrabusa 09/01/2016

**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. Employee Stock Ownership Plan. Transaction exempt under rule 16b-3(c).
- Each share of SERP stock is the economic equivalent of one share of common stock. The shares of SERP stock become payable in 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 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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