

SYSCO CORP
Form SC 13D/A
December 06, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 4)*
SYSCO CORPORATION
(Name of Issuer)

Common Stock, par value \$1.00 per share
(Title of Class of Securities)

871829107
(CUSIP Number)

Brian L. Schorr, Esq.
Trian Fund Management, L.P.
280 Park Avenue, 41st Floor
New York, New York 10017
Tel. No.: (212) 451-3000
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 5, 2016
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box ☐.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The Information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
Nelson Peltz

2 CHECK THE APPROPRIATE BOX (a) ☐
IF A MEMBER OF A GROUP (b) ☐

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS ☐
2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
United States

NUMBER OF 7 SOLE VOTING POWER
SHARES 0
BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 43,972,441
EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0
PERSON WITH 10 SHARED DISPOSITIVE POWER
43,972,441

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
43,972,441

12 CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN []
SHARES

13 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)
8.04%*

14 TYPE OF REPORTING PERSON
IN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Quarterly Report on Form 10-Q for the fiscal quarter ended October 1, 2016 (the "Form 10-Q").

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
Peter W. May

2 CHECK THE APPROPRIATE BOX (a) ☐
IF A MEMBER OF A GROUP (b) ☐

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS ☐
2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
United States

NUMBER OF 7 SOLE VOTING POWER
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 43,972,441

EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH 10 SHARED DISPOSITIVE POWER
43,972,441

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
43,972,441

12 CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☐
SHARES

13 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)
8.04%*

14 TYPE OF REPORTING PERSON
IN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION
NO. OF ABOVE PERSON
Edward P. Garden

2 CHECK THE APPROPRIATE BOX (a) ☐
IF A MEMBER OF A GROUP (b) ☐

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS ☐
2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
United States

NUMBER OF 7 SOLE VOTING POWER
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER
OWNED BY 43,972,441

EACH 9 SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH 10 SHARED DISPOSITIVE POWER
43,972,441

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
43,972,441

12 CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☐
SHARES

13 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)
8.04%*

14 TYPE OF REPORTING PERSON
IN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Fund Management, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	20-3454182
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	AF
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	43,972,441
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	43,972,441
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	43,972,441
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☐
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	8.04%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Fund Management GP, LLC
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	20-3454087
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	AF
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	43,972,441
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	43,972,441
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	43,972,441
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☐
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	8.04%*
14	TYPE OF REPORTING PERSON
	OO

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Master Fund (ERISA),
1	L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	98-0682467
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Cayman Islands
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	372,314
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	372,314
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	372,314
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.07%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	20-3453988
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	4,249,215
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	4,249,215
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	4,249,215
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.78%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Master Fund, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	98-0468601
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Cayman Islands
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	8,918,299
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	8,918,299
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	8,918,299
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	1.63%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Parallel Fund I, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	20-3694154
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	571,202
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	571,202
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	571,202
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.10%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Strategic Investment
1	Fund-A, L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	27-4180625
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	3,300,080
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	3,300,080
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	3,300,080
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.60%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Strategic
1	Co-Investment Fund-A, L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	36-4728074
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	649,500
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	649,500
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	649,500
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.12%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Strategic Investment
	Fund-N, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	80-0958490
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	900,653
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	900,653
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	900,653
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.16%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Strategic Investment
1	Fund II, L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	45-4929803
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
	7 SOLE VOTING POWER
NUMBER OF	0
SHARES	8 SHARED VOTING POWER
BENEFICIALLY OWNED BY	2,480,104
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	2,480,104
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	2,480,104
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.45%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Strategic Investment
1	Fund-D, L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	98-1108184
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Cayman Islands
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	907,886
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	907,886
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	907,886
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.17%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Fund (Sub)-G, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	90-1035117
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	221,605
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	221,605
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	221,605
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.04%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Strategic Fund-G II,
1	L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	46-5509975
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	780,375
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	780,375
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	780,375
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.14%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Strategic Fund-G III,
1	L.P.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	47-2121971
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	410,990
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	410,990
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	410,990
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.08%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Co-Investment
1	Opportunities Fund, Ltd.
	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	98-1207836
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Cayman Islands
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	9,856,931
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	9,856,931
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	9,856,931
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	1.80%*
14	TYPE OF REPORTING PERSON
	OO

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian SPV (Sub) XI, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	47-4614163
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	9,072,393
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	9,072,393
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	9,072,393
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	1.66%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Trian Partners Strategic Fund-K, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	47-5116069
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	513,039
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	513,039
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	513,039
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.09%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Triam Partners Strategic Fund-C, L.P.
1	S.S. OR I.R.S. IDENTIFICATION
	NO. OF ABOVE PERSON
	81-3859925
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	WC
5	CHECK BOX IF DISCLOSURE OF
	LEGAL PROCEEDINGS IS
	REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF
	ORGANIZATION
	Delaware
NUMBER OF	7 SOLE VOTING POWER
SHARES	0
BENEFICIALLY	8 SHARED VOTING POWER
OWNED BY	749,813
EACH	9 SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	10 SHARED DISPOSITIVE POWER
	749,813
	AGGREGATE AMOUNT
11	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
	749,813
12	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN ☒
	SHARES
	PERCENT OF CLASS
13	REPRESENTED BY AMOUNT IN
	ROW (11)
	0.14%*
14	TYPE OF REPORTING PERSON
	PN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

	NAME OF REPORTING PERSON
	Joshua D. Frank
1	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
2	CHECK THE APPROPRIATE BOX (a) ☐
	IF A MEMBER OF A GROUP (b) ☐
3	SEC USE ONLY
4	SOURCE OF FUNDS
	OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS ☐
	2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION
	Delaware
7	SOLE VOTING POWER
8	0
9	SHARED VOTING POWER
10	9,021
11	SOLE DISPOSITIVE POWER
12	0
13	SHARED DISPOSITIVE POWER
14	9,021
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	9,021
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
	0.00%*
	TYPE OF REPORTING PERSON
	IN

*Calculated based on 546,931,309 shares of Common Stock outstanding as of October 21, 2016, as reported in the Issuer's Form 10-Q.

This Amendment No. 4 amends and supplements the Schedule 13D filed with the Securities and Exchange Commission on August 14, 2015 (the "Original Statement"), as amended by Amendment No. 1 filed on August 20, 2015, as amended by Amendment No. 2 filed on September 2, 2015, and as amended by Amendment No. 3 ("Amendment No. 3") filed on June 9, 2016 (as amended, the "Schedule 13D") relating to the Common Stock, par value \$1.00 per share (the "Shares"), of Sysco Corporation, a Delaware corporation (the "Issuer"). The address of the principal executive office of the Issuer is 1390 Enclave Parkway, Houston, Texas 77077-2099.

Capitalized terms not defined herein shall have the meaning ascribed to them in the Schedule 13D. Except as set forth herein, the Schedule 13D is unmodified.

Items 2, 3, 4, 5 and 7 of the Schedule 13D are hereby amended as follows:

Item 2. Identity and Background

Item 2 of the Schedule 13D is amended by deleting Item 2 of Amendment No. 3 and replacing it with the following:

The persons filing this statement are Trian Partners, L.P., a Delaware limited partnership ("Trian Onshore"), Trian Partners Master Fund, L.P., a Cayman Islands limited partnership ("Trian Offshore"), Trian Partners Parallel Fund I, L.P., a Delaware limited partnership ("Parallel Fund I"), Trian Partners Master Fund (ERISA) L.P., a Cayman Islands limited partnership, ("Trian ERISA"), Trian Partners Strategic Investment Fund II, L.P., a Delaware limited partnership ("TPSIF II"), Trian Partners Strategic Investment Fund-A, L.P., a Delaware limited partnership ("Strategic Fund-A"), Trian Partners Strategic Co-Investment Fund-A, L.P., a Delaware limited partnership ("Coinvest Fund-A"), Trian Partners Strategic Investment Fund-N, L.P., a Delaware limited partnership ("Strategic Fund-N"), Trian Partners Strategic Investment Fund-D, L.P., a Cayman Islands limited partnership ("Strategic Fund-D"), Trian Partners Fund (Sub)-G, L.P., a Delaware Limited Partnership ("Fund G"), Trian Partners Strategic Fund-G II, L.P., a Delaware limited partnership ("Strategic Fund-G II"), Trian Partners Strategic Fund-G III, L.P., a Delaware limited partnership ("Strategic Fund-G III"), Trian Partners Co-Investment Opportunities Fund, Ltd., a Cayman Islands exempted company with limited liability ("Co-Investment Fund"), Trian SPV (Sub) XI, L.P., a Delaware limited partnership ("SPV XI"), Trian Partners Strategic Fund-K, L.P. ("Strategic Fund-K"), Trian Partners Strategic Fund-C, L.P. ("Strategic Fund-C", and together with the foregoing, the "Trian Entities"), Trian Fund Management, L.P., a Delaware limited partnership ("Trian Management"), Trian Fund Management GP, LLC, a Delaware limited liability company ("Trian Management GP"), Nelson Peltz, a citizen of the United States of America, Peter W. May, a citizen of the United States of America, Edward P. Garden, a citizen of the United States of America, and Joshua D. Frank, a citizen of the United States of America (the Trian Entities, Trian Management, Trian Management GP and Messrs. Peltz, May, Garden and Frank are sometimes hereinafter referred to collectively as the "Reporting Persons" or the "Trian Group"). The principal business address and the address of the principal office of each member of the Trian Group is 280 Park Avenue, 41st Floor, New York, New York 10017, except that the principal business address of Trian Offshore, Trian ERISA, Strategic Fund-D and Co-Investment Fund is c/o DE (Cayman) Limited, Landmark Square, West Bay Road, PO Box 775, Grand Cayman, Cayman Islands, KY1-9006.

Trian Management GP is the general partner of Trian Management, which serves as the management company for Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II, Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K and Strategic Fund-C. Trian Management GP is controlled by Nelson Peltz, Peter W. May and Edward P. Garden, who therefore are in a position to determine the investment and voting decisions made by the Trian Entities, Trian Management and Trian Management GP.

Each of Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II, Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K and Strategic Fund-C is primarily engaged in the business of investing in securities. Trian Management is primarily engaged in the business of serving as a management company for the Trian Entities. Trian Management GP is primarily engaged in the business of serving as the general partner of Trian Management.

Nelson Peltz's present principal occupation or employment is serving as Chief Executive Officer and a founding partner of Trian Management and, as such, managing the investments of Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II, Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K, Strategic Fund-C and other funds, accounts and investment vehicles managed by Trian Management. Peter W. May's present principal occupation or employment is serving as President and a founding partner of Trian Management and, as such, managing the investments of Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II and Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K, Strategic Fund-C and other funds, accounts and investment vehicles managed by Trian Management. Edward P. Garden's present principal occupation or employment is serving as Chief Investment Officer and a founding partner of Trian Management and, as such, managing the investments of Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II, Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K, Strategic Fund-C and other funds, accounts and investment vehicles managed by Trian Management. Joshua D. Frank's present principal occupation or employment is serving as a partner of Trian Management.

None of the Reporting Persons, nor any director, executive officer, general partner or controlling person of any of the Reporting Persons, has, during the past five years, (a) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), or (b) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting, or mandating activities subject to, Federal or State securities laws or a finding of any violation with respect to such laws.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning him or it contained herein, but is not responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is hereby amended and supplemented by adding the following information:

Since the filing of Amendment No. 3, Co-Investment Fund and Strategic Fund-C have collectively purchased 4,799,737 Shares from certain Trian Entities in a private transaction for an aggregate purchase price of \$256,689,935. The source of funding for such transaction was the respective general working capital of the purchasers.

In connection with their service on the Issuer's Board of Directors, each of Messrs. Peltz and Frank received 248 Director Shares on June 30, 2016 and 254 Director Shares on September 30, 2016, in each case, in lieu of a portion of the non-employee director annual cash retainer fees payable pursuant to the 2009 Plan. In addition, each of Messrs. Peltz and Frank received matching grants from the Issuer equal to 50% of the amounts described above, and therefore received an additional 124 Director Shares on June 30, 2016 and 127 Director Shares on September 30, 2016. Finally, in connection with their service on the Issuer's Board of Directors, on November 15, 2016 each of Messrs. Peltz and Frank received from the Issuer 2,992 Restricted Shares pursuant to the 2009 Plan, all of which are scheduled to vest on the first anniversary of the grant date.

Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following information:

The purchase and sale of Shares between certain Trian Entities on December 5, 2016 was effected for portfolio management purposes, and did not result in a change in the aggregate number of Shares that are beneficially owned by

the Trian Group.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is hereby amended and supplemented by adding the following information:

(a) As of 4:00 pm, New York City time, on December 6, 2016, the Reporting Persons beneficially owned, in the aggregate, 43,972,441 Shares, representing approximately 8.04% of the Issuer's outstanding Shares (calculated based on 546,931,309 Shares outstanding as of October 21, 2016, as reported in the Issuer's Annual Report on Form 10-Q for the fiscal quarter ended October 1, 2016).

(b) Each of Trian Onshore, Trian Offshore, Parallel Fund I, Trian ERISA, TPSIF II, Strategic Fund-A, Coinvest Fund-A, Strategic Fund-N, Strategic Fund-D, Fund G, Strategic Fund-G II, Strategic Fund-G III, Co-Investment Fund, SPV XI, Strategic Fund-K and Strategic Fund-C beneficially and directly owns and has sole voting power and sole dispositive power with regard to 4,249,215; 8,918,299; 571,202; 372,314; 2,480,104; 3,300,080; 649,500; 900,653; 907,886; 221,605; 780,375; 410,990; 9,856,391; 9,072,393; 513,039; and 749,813 Shares, respectively, except to the extent that other Reporting Persons as described in this Item 5 may be deemed to have shared voting power and shared dispositive power with regard to such Shares. Mr. Peltz beneficially owns and has sole voting power and sole dispositive power with regard to 2,087 Director Shares and 6,934 Restricted Shares, and Mr. Frank beneficially owns and has sole voting power and sole dispositive power with regard to 2,087 Director Shares and 6,934 Restricted Shares, except in each case, to the extent that other members of the Trian Group as described in this Item 5 may be deemed to have shared voting power and shared dispositive power with regard to such Director Shares and Restricted Shares.

Each of Trian Management, Trian Management GP, Nelson Peltz, Peter W. May and Edward P. Garden, by virtue of their relationships to Strategic Fund-C (discussed in Item 2 above), may be deemed to have shared voting power and shared dispositive power with regard to, and therefore may be deemed to beneficially own (as that term is defined in Rule 13d-3), the Shares that Strategic Fund-C directly and beneficially owns. Each of Trian Management, Trian Management GP, Nelson Peltz, Peter W. May and Edward P. Garden disclaims beneficial ownership of such Shares for all other purposes.

(c) Set forth below is a list of all transactions with respect to the Shares effected during the past sixty (60) days by any of the Reporting Persons, inclusive of any transactions effected through 4:00 pm, New York City time, on December 6, 2016. All purchases and sales reflected in the table were effected through a private transaction, and no commissions were paid in connection with such transaction.

Fund	Date	Shares	Price	Type
Trian Partners Strategic Fund-C, L.P.	12/5/2016	749,813	\$ 53.48	Purchase*
Trian Partners Co-Investment Opportunities Fund, Ltd.	12/5/2016	4,049,924	\$ 53.48	Purchase*
Trian Partners, L.P.	12/5/2016	1,521,311	\$ 53.48	Sale*
Trian Partners Master Fund, L.P.	12/5/2016	3,278,426	\$ 53.48	Sale*

*Private transaction between Trian Entities effected for portfolio management purposes.

Item 7. Materials to be Filed as Exhibits

Item 7 of the Schedule 13D is hereby amended and supplemented by adding the following information:

6. Amended and Restated Joint Filing Agreement of the Reporting Persons.

[INTENTIONALLY LEFT BLANK]

SIGNATURE

After reasonable inquiry and to the best of each of the undersigned knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 6, 2016

TRIAN FUND
MANAGEMENT, L.P.
Trian Fund Management
By: GP, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN FUND
MANAGEMENT GP, LLC

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS, L.P.
Trian Partners GP, L.P.,
By: its general partner

Trian Partners General
By: Partner, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
MASTER FUND (ERISA)
L.P.

Trian Partners (ERISA)
By: GP, L.P., its general
partner

Trian Partners (ERISA)
By: General Partner, LLC, its
general partner

By:

/s/ EDWARD P.
GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
MASTER FUND, L.P.

By: Trian Partners GP, L.P.,
its general partner

By: Trian Partners General
Partner, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
PARALLEL FUND I, L.P.

By: Trian Partners Parallel
Fund I General Partner,
LLC, its general partner

By: /s/ EDWARD P.
GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC
INVESTMENT FUND-A,
L.P.

By: Trian Partners Strategic
Investment Fund-A GP,
L.P., its general partner

By: Trian Partners Strategic
Investment Fund-A
General Partner, LLC, its
general partner

By: /s/ EDWARD P.
GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC
CO-INVESTMENT

FUND-A, L.P.

By: Trian Partners Strategic
Co-Investment Fund-A
GP, L.P., its general
partner

By: Trian Partners Strategic
Co-Investment Fund-A
General Partner LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC
INVESTMENT FUND-N,
L.P.

By: Trian Partners Strategic
Investment Fund-N GP,
L.P., its general partner

By: Trian Partners Strategic
Investment Fund-N
General Partner, LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC INVESTMENT
FUND II, L.P.

By: Trian Partners Strategic
Investment Fund II GP,
L.P., its general partner

By: Trian Partners Strategic
Investment Fund-II
General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC INVESTMENT
FUND-D, L.P.

Trian Partners Strategic
By: Investment Fund-D GP,
L.P., its general partner

Trian Partners Strategic
Investment Fund-D
By: General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS FUND
(SUB)-G, L.P.

Trian Partners Investment
By: Fund-G GP, L.P., its
general partner

Trian Partners Investment
By: Fund-G General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-G II,
L.P.

Trian Partners Strategic
By: Fund-G II GP, L.P., its
general partner

Trian Partners Strategic
By: Fund-G II General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-G III,
L.P.

Trian Partners Strategic
By: Fund-G III GP, L.P., its
general partner

Trian Partners Strategic
Fund-G III General
By: Partner, LLC, its general
partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
CO-INVESTMENT
OPPORTUNITIES FUND,
LTD.

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Director

TRIAN SPV (SUB) XI, L.P.
By: Trian Partners SPV XI GP,
L.P., its general partner

Trian Partners SPV XI
By: General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-K, L.P.
By: Trian Partners Strategic
Fund-K GP, L.P., its
general partner

Trian Partners Strategic
By: Fund-K General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-C, L.P.
By: Trian Partners Strategic
Fund-C GP, L.P., its
general partner

Trian Partners Strategic
By: Fund-C General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward. P. Garden
Title: Member

/s/NELSON PELTZ
Nelson Peltz

/s/PETER W. MAY
Peter W. May

/s/EDWARD P. GARDEN
Edward P. Garden

/s/JOSHUA D. FRANK
Joshua D. Frank

EXHIBIT 6

AMENDED AND RESTATED JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the Common Stock of Sysco Corporation and further agree that this Joint Filing Agreement be included as an Exhibit to such joint filings. In evidence thereof, the undersigned, being duly authorized, have executed this Joint Filing Agreement this 6th day of December 2016.

Dated: December 6, 2016

TRIAN FUND
MANAGEMENT, L.P.
Trian Fund Management
By: GP, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN FUND
MANAGEMENT GP, LLC

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS, L.P.
By: Trian Partners GP, L.P.,
its general partner

Trian Partners General
By: Partner, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
MASTER FUND (ERISA)
L.P.
Trian Partners (ERISA)
By: GP, L.P., its general
partner

Trian Partners (ERISA)
By: General Partner, LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
MASTER FUND, L.P.
By: Trian Partners GP, L.P.,
its general partner

Trian Partners General
By: Partner, LLC, its general
partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
PARALLEL FUND I, L.P.
By: Trian Partners Parallel
Fund I General Partner,
LLC, its general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC
INVESTMENT FUND-A,
L.P.

By: Trian Partners Strategic
Investment Fund-A GP,
L.P., its general partner

Trian Partners Strategic
Investment Fund-A
By: General Partner, LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC
CO-INVESTMENT
FUND-A, L.P.

By: Trian Partners Strategic
Co-Investment Fund-A
GP, L.P., its general
partner

By: Trian Partners Strategic
Co-Investment Fund-A
General Partner LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC
INVESTMENT FUND-N,
L.P.

By: Trian Partners Strategic
Investment Fund-N GP,
L.P., its general partner

By: Trian Partners Strategic
Investment Fund-N
General Partner, LLC, its
general partner

By: /s/ EDWARD P.
GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC INVESTMENT
FUND II, L.P.

By: Trian Partners Strategic
Investment Fund II GP,
L.P., its general partner

By: Trian Partners Strategic
Investment Fund-II
General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC INVESTMENT
FUND-D, L.P.

Trian Partners Strategic

By: Investment Fund-D GP,

L.P., its general partner

Trian Partners Strategic

Investment Fund-D

By: General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS FUND
(SUB)-G, L.P.

Trian Partners Investment

By: Fund-G GP, L.P., its

general partner

Trian Partners Investment

By: Fund-G General Partner,

LLC, its general partner

By: /s/ EDWARD P. GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC FUND-G II,
L.P.

Trian Partners Strategic

By: Fund-G II GP, L.P., its

general partner

Trian Partners Strategic

By: Fund-G II General Partner,

LLC, its general partner

By: /s/ EDWARD P. GARDEN

Name: Edward P. Garden

Title: Member

TRIAN PARTNERS
STRATEGIC FUND-G III,

L.P.

Trian Partners Strategic
By: Fund-G III GP, L.P., its
general partner

Trian Partners Strategic
Fund-G III General
By: Partner, LLC, its general
partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
CO-INVESTMENT
OPPORTUNITIES FUND,
LTD.

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Director

TRIAN SPV (SUB) XI, L.P.
By: Trian Partners SPV XI GP,
L.P., its general partner

Trian Partners SPV XI
By: General Partner, LLC, its
general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-K, L.P.
Trian Partners Strategic
By: Fund-K GP, L.P., its
general partner

Trian Partners Strategic
By: Fund-K General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

TRIAN PARTNERS
STRATEGIC FUND-C, L.P.

Trian Partners Strategic
By: Fund-C GP, L.P., its
general partner

Trian Partners Strategic
By: Fund-C General Partner,
LLC, its general partner

By: /s/ EDWARD P. GARDEN
Name: Edward P. Garden
Title: Member

/s/NELSON PELTZ
Nelson Peltz

/s/PETER W. MAY
Peter W. May

/s/EDWARD P. GARDEN
Edward P. Garden

/s/JOSHUA D. FRANK
Joshua D. Frank