SYSCO CORP

Form 4

November 19, 2013

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Kreidler Robert C. Issuer Symbol SYSCO CORP [SYY] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 1390 ENCLAVE PARKWAY 11/14/2013 below) Executive Vice President; CFO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting HOUSTON, TX 77077 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. Nature of 1 Title of 2. Transaction Date 2A. Deemed A Securities Acquired 5 Amount of

1.11ttle 01	2. Transaction Date	ZA. Deemed	3. 4. Securities Acquired			5. Amount of	0.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	f Transaction(A) or Disposed of (D)				Securities	Ownership	Indirect
(Instr. 3)		any	Code	ode (Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership
							Following	Indirect (I)	(Instr. 4)
							Reported	(Instr. 4)	· · · · ·
					(A)		Transaction(s)	,	
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(mour. 5 and 1)		
Common	11/15/2012		_	2,647	ъ	\$	00.006	ъ	
Stock	11/15/2013		F	(1)	D	33.57	90,386	D	
Stock				_		33.31			
Common	1111712012			40050		4.0 (2)	100 017 (2)	_	
Stock	11/15/2013		A	18,859	A	\$ 0 (2)	109,245 <u>(3)</u>	D	
Stock									
Common								_	_
Stock							465	I	Trust
SIUCK									
Common									Spouse's
Stock							225	I	Trust
SIOCK									Trust
Common									
Stock							120	I	Spouse
Stock									

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

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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)	Month/Day/Year) Execution Date, if Transaction any Code S (Month/Day/Year) (Instr. 8) A		5. Number of orDerivative Securities Acquired (A) or Disposed of (D. (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(Α) (Σ	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to buy)	\$ 33.4	11/14/2013(4)		A	212,527	<u>(5)</u>	11/14/2023	Common Stock	212,527	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kreidler Robert C.

1390 ENCLAVE PARKWAY HOUSTON, TX 77077 Executive Vice President; CFO

Signatures

/s/ Russell T. Libby, attorney-in-fact

11/19/2013

**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) These shares were withheld upon the vesting of restricted stock units to pay tax withholding obligations.
- (2) Restricted stock units granted by the Compensation Committee of the Company's Board of Directors pursuant to the 2013 Long Term Stock Incentive Plan.
- (3) Includes 18,859 restricted stock units that may be settled solely by delivery of an equal number of shares of common stock.
- (4) The awards were delivered to the employees on 11/15/2013 following Stockholder Approval of the 2013 Long Term Stock Incentive Plan.
- One-fifth of the shares covered by the grant vest and are exercisable on 11/15/2014, 11/15/2015, 11/15/2016, 11/15/2017, 11/15/2018, respectively. No options may be exercised prior to 11/15/2014. Options will expire on 11/14/2023.

Reporting Owners 2

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(6) Options granted by the Compensation Committee of the Company's Board of Directors pursuant to the 2013 Long Term Stock Incentive Plan, as amended.

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