

GREEN MICHAEL W
Form 4
February 26, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREEN MICHAEL W

(Last) (First) (Middle)
1390 ENCLAVE PARKWAY
(Street)

HOUSTON, TX 77077

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SYSCO CORP [SYY]

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP and Group President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	02/22/2013		M		30,362	A \$ 24.99	90,821.5 D
Common Stock	02/22/2013		M		23,800	A \$ 27.44	114,621.5 D
Common Stock	02/22/2013		M		23,662	A \$ 28.87	138,283.5 D
Common Stock	02/22/2013		M		22,400	A \$ 27.65	160,683.5 D
Common Stock	02/22/2013		S		100,224	D \$ 32.75	60,459.5 D

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Common Stock	02/25/2013	M	21,389	A	\$ 24.99	81,848.5	D
Common Stock	02/25/2013	M	21,200	A	\$ 27.44	103,048.5	D
Common Stock	02/25/2013	M	20,438	A	\$ 28.87	123,486.5	D
Common Stock	02/25/2013	M	21,112	A	\$ 27.65	144,598.5	D
Common Stock	02/25/2013	S	84,139	D	\$ <u>32.766</u> ⁽¹⁾	60,459.5 ⁽²⁾	D

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. 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. Amount or Number of Shares
Stock Options (Right to buy)	\$ 24.99	02/22/2013		M	30,362	⁽³⁾ 11/10/2015	Common Stock	30,362
Stock Options (Right to buy)	\$ 27.44	02/22/2013		M	23,800	⁽⁴⁾ 11/09/2016	Common Stock	23,800
Stock Options (Right to buy)	\$ 28.87	02/22/2013		M	23,662	⁽⁵⁾ 11/10/2017	Common Stock	23,662
Stock Options (Right to buy)	\$ 27.65	02/22/2013		M	22,400	⁽⁶⁾ 11/14/2018	Common Stock	22,400

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- (7) Options granted by the Compensation Committee of the Company's Board of Directors pursuant to the 2007 Stock Incentive Plan, as amended.

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