

SYSCO CORP  
Form 8-K  
September 30, 2013

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **September 25, 2013**

**Sysco Corporation**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-06544**  
**(Commission File Number)**

**74-1648137**  
**(IRS Employer**

**Identification No.)**

**1390 Enclave Parkway, Houston, TX 77077-2099**

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**(Address of principal executive office) (zip code)**

Registrant's telephone number, including area code: **(281) 584-1390**

**N/A**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**SECTION 5 CORPORATE GOVERNANCE AND MANAGEMENT**

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

On September 25, 2013, Mr. Manuel Fernandez, Executive Chairman of the Sysco Corporation ( Sysco ) Board of Directors (the Board ), informed the Board that he would not stand for reelection at the next annual meeting of shareholders to be held on November 15, 2013, and tendered his resignation as Executive Chairman effective on the annual meeting date. Mr. Fernandez s resignation was not due to any disagreement with Sysco on any matter relating to Sysco s operations, policies or practices. Sysco announced Mr. Fernandez s decisions in a press release dated September 30, 2013, a copy of which is attached hereto as Exhibit 99.1.

**SECTION 9 FINANCIAL STATEMENTS AND EXHIBITS**

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(a) Financial Statements of Businesses Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Shell Company Transactions.

Not applicable.

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated September 30, 2013.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, Sysco Corporation has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sysco Corporation

Date: September 30, 2013

By: /s/ Russell T. Libby  
Russell T. Libby  
Senior Vice President, General Counsel and

Corporate Secretary

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release dated September 30, 2013