SYSCO CORP Form 4

November 24, 2015

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

OMB

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Person

3235-0287 Number: January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DeLaney William J III			2. Issuer Name and Ticker or Trading Symbol SYSCO CORP [SYY]	5. Relationship of Reporting Person(s) to Issuer		
				(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
1390 ENCLAVE PARKWAY			11/23/2015	_X_ Officer (give titleOther (specify below)		
				Chief Executive Officer		
(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		
HOLIGEON EN ESSE				Form filed by More than One Reporting		

#### HOUSTON, TX 77077

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			of (D)	Securities Over Beneficially For Owned (D Following Inc.)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	11/23/2015		Code V M(1)	Amount 4,280	or (D) A	Price \$ 23.36	(Instr. 3 and 4) 410,752	D		
Common Stock	11/23/2015		S(1)	4,280	D	\$ 41.02	406,472	D		
Common Stock	11/23/2015		M(1)	11,820	A	\$ 23.36	418,292	D		
Common Stock	11/23/2015		S <u>(1)</u>	11,820	D	\$ 41.12 (2)	406,472	D		

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	TransactionDerivative Code Securities		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	
Stock Options (Right to buy)	\$ 23.36	11/23/2015		M <u>(1)</u>	4,280	(3)	02/10/2016	Common Stock	4,280	
Stock Options (Right to buy)	\$ 23.36	11/23/2015		M(1)	11,820	(3)	02/10/2016	Common Stock	11,280	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>F</b>	Director	10% Owner	Officer	Other			
DeLaney William J III 1390 ENCLAVE PARKWAY HOUSTON, TX 77077	X		Chief Executive Officer				

# **Signatures**

/s/ Adam S. Skorecki, attorney in fact

11/24/2015

\*\*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) The exercises and sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on September 14, 2015, for options expiring in the near term..
- (2) The price reported is a weighted average sale price per share of the 11,820 shares sold in this date. These shares were sold in multiple transactions at prices ranging from \$41.02 to \$41.13. The Reporting Person undertakes to provide to Sysco Corporation, any security

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holder of Sysco Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnote to this Form 4.

- (3) Options are fully exercisable.
- Options granted by the Compensation Committee of the company's Board of Directors pursuant to the 2007 Stock Incentive Plan, as amended.

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.