

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, 41<sup>st</sup> 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

7 NUMBER OF SOLE VOTING POWER  
 SHARES 0

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

9 REPORTING SOLE DISPOSITIVE POWER  
 PERSON WITH 0

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

7 NUMBER OF SOLE VOTING POWER  
SHARES 0

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

9 REPORTING SOLE DISPOSITIVE POWER  
PERSON WITH 0

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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 43,972,441

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 43,972,441

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

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

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

15 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  
 Trian Fund Management, L.P.  
 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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 43,972,441

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 43,972,441

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

13 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  ]  
 SHARES  
 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian Fund Management GP, LLC  
 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

7 NUMBER OF SOLE VOTING POWER  
 SHARES 0

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

9 REPORTING SOLE DISPOSITIVE POWER  
 PERSON WITH 0

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  
 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Master Fund (ERISA),  
 L.P.

2 S.S. OR I.R.S. IDENTIFICATION  
 NO. OF ABOVE PERSON  
 98-0682467

3 CHECK THE APPROPRIATE BOX (a)  ]  
 IF A MEMBER OF A GROUP (b)  ]

4 SEC USE ONLY  
 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

7 NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 372,314

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 372,314

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 372,314

13 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN  ]

14 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.07%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners, L.P.  
 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  
 7 SOLE VOTING POWER  
 0  
 8 SHARED VOTING POWER  
 4,249,215  
 9 SOLE DISPOSITIVE POWER  
 0  
 10 SHARED DISPOSITIVE POWER  
 4,249,215  
 11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 4,249,215  
 12 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN   
 SHARES  
 13 PERCENT OF CLASS  
 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.



1 NAME OF REPORTING PERSON  
 Trian Partners Master Fund, L.P.  
 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  
 7 SOLE VOTING POWER  
 0  
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
 8 SHARED VOTING POWER  
 8,918,299  
 9 SOLE DISPOSITIVE POWER  
 0  
 10 SHARED DISPOSITIVE POWER  
 8,918,299  
 11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 8,918,299  
 12 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN  ]  
 SHARES  
 13 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Parallel Fund I, L.P.  
 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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 571,202

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 571,202

12 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 571,202

13 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  ]

14 0.10%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Investment  
 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

7 NUMBER OF SHARES  
 BENEFICIALLY OWNED BY  
 EACH REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 3,300,080

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 3,300,080

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 3,300,080

13 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN SHARES   
 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic  
 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

7 NUMBER OF SHARES  
 BENEFICIALLY OWNED BY  
 EACH REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 649,500

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 649,500

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 649,500

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

14 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.12%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Investment  
 Fund-N, L.P.

2 S.S. OR I.R.S. IDENTIFICATION  
 NO. OF ABOVE PERSON  
 80-0958490

3 CHECK THE APPROPRIATE BOX (a)  ]  
 IF A MEMBER OF A GROUP (b)  ]

4 SEC USE ONLY  
 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 NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 900,653

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 900,653

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 900,653

13 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN  ]

14 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.16%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Investment  
 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  
 0

NUMBER OF  
 SHARES  
 BENEFICIALLY OWNED BY  
 EACH  
 REPORTING  
 PERSON WITH

8 SHARED VOTING POWER  
 2,480,104

9 SOLE DISPOSITIVE POWER  
 0

10 SHARED DISPOSITIVE POWER  
 2,480,104

11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 2,480,104

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

13 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Investment  
 Fund-D, L.P.

2 S.S. OR I.R.S. IDENTIFICATION  
 NO. OF ABOVE PERSON  
 98-1108184

3 CHECK THE APPROPRIATE BOX (a)  ]  
 IF A MEMBER OF A GROUP (b)  ]

4 SEC USE ONLY  
 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

7 NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 907,886

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 907,886

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 907,886

13 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN  ]

14 SHARES  
 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.17%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Fund (Sub)-G, L.P.  
 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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 221,605

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 221,605

12 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 221,605

13 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS 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.



1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Fund-G II,  
 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

7 NUMBER OF SHARES  
 BENEFICIALLY OWNED BY  
 EACH REPORTING  
 PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 780,375

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 780,375

12 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 780,375

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

14 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.14%\*

15 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Fund-G III,  
 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  
 7 SOLE VOTING POWER  
 0  
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
 8 SHARED VOTING POWER  
 410,990  
 9 SOLE DISPOSITIVE POWER  
 0  
 10 SHARED DISPOSITIVE POWER  
 410,990  
 11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 410,990  
 12 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW  
 (11) EXCLUDES CERTAIN   
 SHARES  
 13 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Co-Investment  
 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  
 7 SOLE VOTING POWER  
 0  
 NUMBER OF 8 SHARED VOTING POWER  
 SHARES 9,856,931  
 BENEFICIALLY 8 OWNED BY  
 EACH 9 SOLE DISPOSITIVE POWER  
 REPORTING 0  
 PERSON WITH 10 SHARED DISPOSITIVE POWER  
 9,856,931  
 11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 9,856,931  
 12 CHECK BOX IF THE  
 AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN   
 SHARES  
 13 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Trian SPV (Sub) XI, L.P.  
 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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 9,072,393

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 9,072,393

12 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 9,072,393

13 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Fund-K, L.P.  
 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

7 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SOLE VOTING POWER  
 0

9 SHARED VOTING POWER  
 513,039

10 SOLE DISPOSITIVE POWER  
 0

11 SHARED DISPOSITIVE POWER  
 513,039

12 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 513,039

13 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS 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.

1 NAME OF REPORTING PERSON  
 Trian Partners Strategic Fund-C, L.P.  
 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

7 NUMBER OF SOLE VOTING POWER  
 SHARES 0

8 BENEFICIALLY SHARED VOTING POWER  
 OWNED BY 749,813

9 EACH SOLE DISPOSITIVE POWER  
 REPORTING 0

10 PERSON WITH SHARED DISPOSITIVE POWER  
 749,813

11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 749,813

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

13 PERCENT OF CLASS  
 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.

1 NAME OF REPORTING PERSON  
 Joshua D. Frank  
 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  
 0

8 SHARED VOTING POWER  
 9,021

9 SOLE DISPOSITIVE POWER  
 0

10 SHARED DISPOSITIVE POWER  
 9,021

11 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY  
 EACH REPORTING PERSON  
 9,021

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

13 PERCENT OF CLASS  
 REPRESENTED BY AMOUNT IN  
 ROW (11)  
 0.00%\*

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.

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



Triam 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