

SYSCO CORP
Form 4
March 30, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
LANKFORD THOMAS E

(Last) (First) (Middle)

1390 ENCLAVE PARKWAY

(Street)

HOUSTON, TX 77077-2099

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/24/2005

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)
President and COO

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	01/24/2005		G ⁽¹⁾		51,366	D	\$ 0
Common Stock							349,979.0318
Common Stock						I	7,695.5813
Common Stock	01/24/2005		G ⁽¹⁾		51,366	A	\$ 0
Common Stock						I	51,366
Common Stock						I	56,096

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

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(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)	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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) Date Granted 9/11/2001	\$ 27.79	03/14/2005		G ⁽¹⁾	V 41,402	⁽²⁾ 09/10/2011	Common Stock	41,402
Stock Option (Right to Buy) Date Granted 9/11/2001	\$ 27.79	03/14/2005		G ⁽¹⁾	V 41,402	⁽²⁾ 09/10/2011	Common Stock	41,402
Stock Option (Right to Buy) Date Granted 9/12/2002	\$ 30.57	03/14/2005		G ⁽¹⁾	V 30,000	⁽³⁾ 09/11/2012	Common Stock	30,000
Stock Option (Right to Buy) Date Granted 9/12/2002	\$ 30.57	03/14/2005		G ⁽¹⁾	V 30,000	⁽³⁾ 09/11/2012	Common Stock	30,000
Stock Option (Right to Buy) Date Granted 9/11/2003	\$ 31.75	03/14/2005		G ⁽¹⁾	V 18,000	⁽⁴⁾ 09/10/2013	Common Stock	18,000
	\$ 31.75	03/14/2005		G ⁽¹⁾	V 18,000	⁽⁴⁾ 09/10/2013		18,000

Stock
Option
(Right to
Buy) Date
Granted
9/11/2003

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANKFORD THOMAS E 1390 ENCLAVE PARKWAY HOUSTON, TX 77077-2099	X		President and COO	

Signatures

Thomas E.
Lankford

03/29/2005

**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) Securities were transferred to the Tom and Bonnie Lankford Partnership, Ltd. of which reporting person and his wife are sole general and limited partners.
 - (2) One-fifth (1/5) of the shares covered by the grant vest and are exercisable on 06/29/02, 06/28/03, 07/03/04, 07/2/05 and 07/1/06, respectively.
 - (3) One-fifth (1/5) of the shares covered by the grant vest and are exercisable on 6/28/2003, 7/3/2004, 7/2/2005, 7/1/2006 and 6/30/2007, respectively.
 - (4) One-fifth (1/5) of the shares covered by the grant vest and are exercisable on 7/3/04, 7/2/05, 7/1/06, 6/30/07 and 6/28/08, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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