

Edgar Filing: SYSCO CORP - Form 8-K

SYSCO CORP  
Form 8-K  
February 22, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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FORM 8-K  
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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): FEBRUARY 17, 2006  
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SYSCO CORPORATION  
(Exact name of registrant as specified in its charter)  
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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  
(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)  
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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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### ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

On February 17, 2006, the Board of Directors of SYSCO Corporation (the "Company"), increased the size of the Board of Directors to twelve members and elected Nancy S. Newcomb as a member of the Board of Directors on recommendation of the Corporate Governance and Nominating Committee. Ms. Newcomb is serving in the class of directors who will stand for re-election to a three-year term at the November 10, 2006 annual meeting of stockholders. Ms. Newcomb has been appointed to serve as a member of the Finance and Audit Committees of the Board of Directors.

There is no arrangement or understanding between Ms. Newcomb and any other person pursuant to which Ms. Newcomb was elected as a director of the Company. There are no transactions in which Ms. Newcomb has an interest requiring disclosure under Item 404(a) of Regulation S-K, and Ms. Newcomb satisfies the categorical independence standards set forth in the Company's Corporate Governance Guidelines, and has therefore been determined by the independent directors of the Board of Directors to be an independent director. A copy of the press release announcing the election of Ms. Newcomb is attached as Exhibit 99.1 to this Current Report on Form 8-K.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

#### (a) Financial Statements of Businesses Acquired.

Not applicable.

#### (b) Pro Forma Financial Information.

Not applicable.

#### (c) Exhibits.

Exhibit Number	Description
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99.1	Press Release dated February 22, 2006

### SIGNATURES

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

SYSCO CORPORATION

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Date: February 22, 2006

By: /s/ Michael C. Nichols

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Michael C. Nichols  
Vice President, General Counsel  
and Corporate Secretary

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EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated February 22, 2006

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