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SYSCO CORP  
Form 8-K  
February 05, 2001

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): February 5, 2001

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, Texas 77077-2099  
(Address of principal executive offices, including zip code)

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

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

Item 5. Other Events.

On February 5, 2001, SYSCO Corporation ("SYSCO") issued a press release announcing the commencement of its offer to exchange shares of common stock, \$1.00 par value, of SYSCO for all of the outstanding shares of common stock, no par value, of Guest Supply, Inc. SYSCO hereby incorporates by reference herein the information set forth in its Press Release dated February 5, 2001, a copy of which is attached hereto as Exhibit 99.1.

Except for the historical information contained in this report, the statements made by SYSCO are forward looking statements that involve risks and uncertainties. All such statements are subject to the safe harbor created by the Private Securities Litigation Reform Act of 1995. SYSCO's future financial performance could differ significantly from the expectations of management and from results expressed or implied in the Press Release. For further information on other risk factors, please refer to the "Risk Factors" contained in SYSCO's Registration Statement on Form S-4 as filed with the Securities and Exchange

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Commission on February 5, 2000.

Item 7. Financial Statements and Exhibits.

(a) Financial Statements.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

Exhibit Number -----	Description -----
99.1	Press Release dated February 5, 2001

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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

Date: February 5, 2001

By: /s/ John K. Stubblefield

Name: John K. Stubblefield, Jr.

Title: Executive Vice President,  
Finance and Administration

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