

SYSCO CORPORATION

EXECUTIVE COMMITTEE CHARTER

APPROVED NOVEMBER 2022

The purpose of the Executive Committee of the Board of Directors of Sysco Corporation (the “**Company**”) is to act in the place of the Board and exercise the authority and powers of the Board, between meetings of the Board.

Committee Duties and Responsibilities

The Executive Committee shall:

1. have all the authority of the Board of Directors and be responsible for exercising the powers of the Board in the management of the Company’s business and affairs when the Board is not in session, subject to the Company’s Certificate of Incorporation and Bylaws and applicable laws, rules and regulations; and
2. periodically assess the adequacy of this charter and recommend changes to the full Board.

Membership

The Committee shall be comprised of no less than three and no more than eight directors, including the Chairman of the Board. The chair of the Committee shall be the Chairman of the Board, or another director designated by the Chairman of the Board. All members of the Committee, with the exception of the Chief Executive Officer, if he or she is a member of the Committee, shall be independent directors. For purposes hereof, an “independent” director is a director who meets the independence requirements of the New York Stock Exchange for directors.

Meetings

The Committee shall meet as often as may be deemed necessary or appropriate in its judgment, either in person or by telephonic conference or other means of communications by which all persons participating in the meeting can hear each other, at such times and places as the chairman of the Committee or a majority of the whole Committee shall determine.

Meetings of the Committee may be called by or at the direction of the chairman of the Committee or a majority of the whole Committee. Notice of the place, date and time of each such meeting shall be given to each member of the Committee (unless waived by such member) by telephone, facsimile or other electronic transmission not less than one (1) hour before the meeting. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a meeting subject to the Company’s Certificate of Incorporation and Bylaws and applicable laws, rules and regulations.

The Committee shall report all of its actions to the full Board at the Board meeting next following the actions. The majority of the members of the Committee shall constitute a quorum.