

Sysco Corporation and its Consolidated Subsidiaries
Non-GAAP Reconciliation (Unaudited)
Impact of Certain Items and Underlying Business
(In Thousands, Except for Share and Per Share Data)

Sysco's results of operations are impacted by certain items which include charges from restructuring our executive retirement plans, charges from the withdrawal from multiemployer pension plans, severance charges and charges from facility closures. Management believes that adjusting its operating expenses, operating income, net earnings and diluted earnings per share to remove these certain items provides an important perspective with respect to our results and provides meaningful supplemental information to both management and investors that removes these items which are difficult to predict and are often unanticipated, and which, as a result are difficult to include in analyst's financial models and our investors' expectations with any degree of specificity. Sysco believes the adjusted totals facilitate comparison on a year-over year basis.

Sysco's results of operations are further impacted by costs from our multi-year Business Transformation Project. Management believes that further adjusting its operating expenses, operating income, net earnings and diluted earnings per share to remove the impact of the Business Transformation Project expenses provides an important perspective with respect to underlying business trends and results and provides meaningful supplemental information to both management and investors that is indicative of the performance of the company's underlying operations and facilitates comparison on a year-over year basis.

The company uses these non-GAAP measures when evaluating its financial results as well as for internal planning and forecasting purposes. These financial measures should not be used as a substitute in assessing the company's results of operations for the periods presented. An analysis of any non-GAAP financial measure should be used in conjunction with results presented in accordance with GAAP. As a result, in the tables that follow, each period presented is adjusted to remove the certain items noted above. Each period has been further adjusted to remove expenses related to the Business Transformation Project.

	13-Week Period Ended Mar. 30, 2013	13-Week Period Ended Mar. 31, 2012	13-Week Period Change in Dollars	13-Week Period % Change
Operating expenses (GAAP)	\$ 1,573,117	\$ 1,432,786	\$ 140,331	9.8 %
Impact of Restructuring Executive Retirement Plans	(5,445)	-	(5,445)	NM
Impact of MEPP charge	(40,744)	(717)	(40,027)	NM
Impact of Severance charges	(3,595)	(3,318)	(277)	8.3
Impact of Facility closure charges	(285)	-	(285)	NM
Operating expenses adjusted for certain items (Non-GAAP)	\$ 1,523,048	\$ 1,428,751	\$ 94,297	6.6 %
Impact of Business Transformation Project costs	(83,238)	(49,478)	(33,760)	68.2
Adjusted operating expenses underlying bus. (Non-GAAP)	\$ 1,439,810	\$ 1,379,273	\$ 60,537	4.4 %
Operating Income (GAAP)	\$ 337,202	\$ 438,830	\$ (101,628)	-23.2 %
Impact of Restructuring Executive Retirement Plans	5,445	-	5,445	NM
Impact of MEPP charge	40,744	717	40,027	NM
Impact of Severance charges	3,595	3,318	277	8.3
Impact of Facility closure charges	285	-	285	NM
Operating income adjusted for certain items (Non-GAAP)	\$ 387,271	\$ 442,865	\$ (55,594)	-12.6 %
Impact of Business Transformation Project costs	83,238	49,478	33,760	68.2
Adjusted operating income underlying bus. (Non-GAAP)	\$ 470,509	\$ 492,343	\$ (21,834)	-4.4 %
Net earnings (GAAP)	\$ 201,417	\$ 259,550	\$ (58,133)	-22.4 %
Impact of Restructuring Executive Retirement Plans (net of tax)	3,580	-	3,580	NM
Impact of MEPP charge (net of tax)	26,785	451	26,334	NM
Impact of Severance charges (net of tax)	2,363	2,086	277	13.3
Impact of Facility closure charges (net of tax)	187	-	187	NM
Net earnings adjusted for certain items (Non-GAAP)	\$ 234,332	\$ 262,087	\$ (27,755)	-10.6 %
Impact of Business Transformation Project costs (net of tax)	54,721	31,112	23,609	75.9
Adjusted net earnings underlying business (Non-GAAP) (1),(2)	\$ 289,053	\$ 293,199	\$ (4,146)	-1.4 %
Diluted earnings per share (GAAP)	\$ 0.34	\$ 0.44	\$ (0.10)	-22.7 %
Impact of Restructuring Executive Retirement Plans	0.01	-	0.01	NM
Impact of MEPP charge	0.05	-	0.05	NM
Impact of Severance charges	-	-	-	NM
Impact of Facility closure charges	-	-	-	NM
Diluted EPS adjusted for certain items (Non-GAAP)	\$ 0.40	\$ 0.45	\$ (0.05)	-11.1 %
Impact of Business Transformation Project costs	0.09	0.05	0.04	80.0
Adjusted diluted EPS underlying business (Non-GAAP)	\$ 0.49	\$ 0.50	\$ (0.01)	-2.0 %
Diluted shares outstanding	592,903,799	587,214,691		

⁽¹⁾ Tax impact of adjustments for executive retirement plans restructuring, MEPP charge, severance charges, charges from facility closures and Business Transformation expenses was \$45,671 and \$19,864 for the 13-week periods ended March 30, 2013 and March 31, 2012, respectively. Amounts are calculated by multiplying the operating income impact of each item by each quarter's effective tax rate.

⁽²⁾ Individual components of diluted earnings per share may not add to the total presented due to rounding. Total diluted earnings per share is calculated using adjusted net earnings for certain items and adjusted net earnings - underlying business, both divided by diluted shares outstanding.

NM represents that the percentage change is not meaningful

Sysco Corporation and its Consolidated Subsidiaries
Non-GAAP Reconciliation (Unaudited)

Impact of Certain Items and Underlying Business

(In Thousands, Except for Share and Per Share Data)

	39-Week Period Ended March 30, 2013	39-Week Period Ended Mar. 31, 2012	39-Week Period Change in Dollars	39-Week Period % Change
Operating expenses (GAAP)	\$ 4,632,794	\$ 4,289,698	\$ 343,096	8.0 %
Impact of Restructuring Executive Retirement Plans	(17,608)	-	(17,608)	NM
Impact of MEPP charge	(43,201)	(5,217)	(37,984)	NM
Impact of Severance charges	(15,341)	(7,678)	(7,663)	99.8
Impact of Facility closure charges	(1,974)	-	(1,974)	NM
Operating expenses adjusted for certain items (Non-GAAP)	\$ 4,554,670	\$ 4,276,803	\$ 277,867	6.5 %
Impact of Business Transformation Project costs	(242,282)	(122,839)	(119,443)	97.2
Adjusted operating expenses underlying bus. (Non-GAAP)	\$ 4,312,388	\$ 4,153,964	\$ 158,424	3.8 %
Operating Income (GAAP)	\$ 1,198,635	\$ 1,375,168	\$ (176,533)	-12.8 %
Impact of Restructuring Executive Retirement Plans	17,608	-	17,608	NM
Impact of MEPP charge	43,201	5,217	37,984	NM
Impact of Severance charges	15,341	7,678	7,663	99.8
Impact of Facility closure charges	1,974	-	1,974	NM
Operating income adjusted for certain items (Non-GAAP)	\$ 1,276,759	\$ 1,388,063	\$ (111,304)	-8.0 %
Impact of Business Transformation Project costs	242,282	122,839	119,443	97.2
Adjusted operating income underlying bus. (Non-GAAP)	\$ 1,519,041	\$ 1,510,902	\$ 8,139	0.5 %
Net earnings (GAAP)	\$ 709,384	\$ 812,316	\$ (102,932)	-12.7 %
Impact of Restructuring Executive Retirement Plans (net of tax)	11,264	-	11,264	NM
Impact of MEPP charge (net of tax)	27,636	3,274	24,362	NM
Impact of Severance charges (net of tax)	9,814	4,818	4,996	103.7
Impact of Facility closure charges (net of tax)	1,263	-	1,263	NM
Net earnings adjusted for certain items (Non-GAAP)	\$ 759,361	\$ 820,408	\$ (61,047)	-7.4 %
Impact of Business Transformation Project costs (net of tax)	154,988	77,081	77,907	101.1
Adjusted net earnings underlying business (Non-GAAP) (1),(2)	\$ 914,349	\$ 897,489	\$ 16,860	1.9 %
Diluted earnings per share (GAAP)	\$ 1.20	\$ 1.38	\$ (0.18)	-13.0 %
Impact of Restructuring Executive Retirement Plans	0.02	-	0.02	NM
Impact of MEPP charge	0.05	0.01	0.04	NM
Impact of Severance charges	0.02	0.01	0.01	100.0
Impact of Facility closure charges	-	-	-	NM
Diluted EPS adjusted for certain items (Non-GAAP)	\$ 1.28	\$ 1.39	\$ (0.11)	-7.9 %
Impact of Business Transformation Project costs	0.26	0.13	0.13	100.0
Adjusted diluted EPS underlying business (Non-GAAP)	\$ 1.55	\$ 1.52	\$ 0.03	2.0 %
Diluted shares outstanding	591,054,506	589,232,150		

⁽¹⁾ Tax impact of adjustments for executive retirement plans restructuring, MEPP charge, severance charges, charges from facility closures and Business Transformation expenses was \$115,442 and \$50,561 for the 39-week periods ended March 30, 2013 and March 31, 2012, respectively. Amounts are calculated by multiplying the operating income impact of each item by each 39-week period's effective tax rate.

⁽²⁾ Individual components of diluted earnings per share may not add to the total presented due to rounding. Total diluted earnings per share is calculated using adjusted net earnings for certain items and adjusted net earnings - underlying business, both divided by diluted shares outstanding.

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Sysco Corporation and its Consolidated Subsidiaries
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Free Cash Flow

(In Thousands)

Free cash flow represents net cash provided from operating activities less purchases of plant and equipment. Sysco considers free cash flow to be a liquidity measure that provides useful information to management and investors about the amount of cash generated by the business after the purchases of buildings, fleet, equipment and technology, which may potentially be used to pay for, among other things, strategic uses of cash including dividend payments, share repurchases and acquisitions. We do not mean to imply that free cash flow is necessarily available for discretionary expenditures, however, as it may be necessary that we use it to make mandatory debt service or other payments. Free cash flow should not be used as a substitute in assessing the company's liquidity for the periods presented. An analysis of any non-GAAP financial measure should be used in conjunction with results presented in accordance with GAAP. In the table that follows, free cash flow for each period presented is reconciled to net cash provided by operating activities.

	39-Week Period Ended Mar. 30, 2013	39-Week Period Ended Mar. 31, 2012	39-Week Period Change in Dollars	39-Week Period % Change
Net cash provided by operating activities (GAAP)	\$ 759,408	\$ 908,289	\$ (148,881)	-16.4 %
Additions to plant and equipment	(373,048)	(633,196)	260,148	41.1
Free Cash Flow (Non-GAAP)	\$ 386,360	\$ 275,093	\$ 111,267	40.4 %