

Tonnison John A
Form 4
March 26, 2012

FORM 4

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

OMB APPROVAL

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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 *
Tonnison John A

(Last) (First) (Middle)

TECH DATA CORPORATION, 5350 TECH DATA DRIVE

(Street)

CLEARWATER, FL 33760

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TECH DATA CORP [TECD]

3. Date of Earliest Transaction (Month/Day/Year)
03/22/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Executive Vice President/CIO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
				(A) or (D) Code V Amount Price			
Common Stock	03/22/2012		F	284 ⁽¹⁾ D \$ 54	22,046	D	
Common Stock	03/23/2012		M	2,047 ⁽²⁾ A \$ 21.13	24,093	D	
Common Stock	03/23/2012		D	1,490 D \$ 54	22,603	D	
Common Stock	03/23/2012		F	274 ⁽¹⁾ D \$ 54.13	22,329 ⁽³⁾	D	
Common Stock					1,434	I	By 401(k) ⁽⁴⁾

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Common Stock 375 I By Spouse

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

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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 (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)
Stock Appreciation Rights	\$ 21.13	03/23/2012		M	2,047 (2)	03/23/2012(5) 03/23/2019	Common Stock 2,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tonnison John A TECH DATA CORPORATION 5350 TECH DATA DRIVE CLEARWATER, FL 33760			Executive Vice President/CIO	

Signatures

By: Arleen Quinones For: John A. Tonnison 03/26/2012

**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) Withholding of shares for payment of tax liability on settlement of units.
(2)

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The market value of Tech Data stock reached \$41.13 per share after the vesting period, attaining the award's \$20 maximum cap per share, therefore, in accordance with the grant agreement, the vested shares were automatically exercised. The net shares received represent the maximum value less any tax liability.

(3) Direct: 6,553, unvested RSUs: 15,776.

Shares contributed to the retirement savings account on behalf of the reporting individual by Tech Data Corporation and held in trust by the Tech Data Corporation 401(k) Retirement Savings Plan. The reported balance is based upon the most recent available account balance.

Maximum value stock-settled stock appreciation right granted on 03/23/09 at \$21.13 under the 2009 Equity Incentive Plan of Tech Data Corporation ("TECD"), vesting 25% on 3/23/10 and on each subsequent anniversary. This instrument was granted with a cap on realizable value.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.