

HOWELLS JEFFERY P
Form 4
January 10, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
HOWELLS JEFFERY P

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
TECH DATA CORPORATION, 5350 TECH DATA DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
01/06/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Exec Vice President & CFO

(Street)
CLEARWATER, X1 33760

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/06/2012		M		10,000 A \$ 43.26	81,475	D
Common Stock	01/06/2012		S		10,000 (1) D \$ 51.1938	71,475 (2)	D
Common Stock						200	I by Trust

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

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SEC 1474 (9-02)

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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 Acquired (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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	(3)	01/06/2012		M	10,000	03/20/2005	(3)	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOWELLS JEFFERY P TECH DATA CORPORATION 5350 TECH DATA DRIVE CLEARWATER, X1 33760	X		Exec Vice President & CFO	

Signatures

By: Arleen Quinones For: Jeffery P. Howells
Date: 01/09/2012

__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) An aggregate of 10,000 shares of TECD common stock were sold at a weighted average price of \$51.1938. The shares sold and their respective market value per share, lot by lot, are listed under Remarks.
- (2) Footnote to 71,475 direct holdings: Direct: 38,030; unvested RSUs: 33,445
- (3) Option covering shares granted on 03/20/2002 at \$43.26 under the 2000 Equity Incentive Plan of Tech Data Corporation (TECD) of which 1/3 is exercisable on 3/20/2003, 1/3 on 3/20/2004 and 1/3 on 3/20/2005. Expiration Date: 3/20/2012

Remarks:

Quantity Price
35 \$51.18
5,765 \$51.19

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200 \$51.1901

200 \$51.1925

1,300 \$51.195

1,200 \$51.20

1,300 \$51.205

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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