## Edgar Filing: TECH DATA CORP - Form 4/A

| TECH DAT                   | TA CORP                 |                         |                              |   |   |                   |              |  |  |
|----------------------------|-------------------------|-------------------------|------------------------------|---|---|-------------------|--------------|--|--|
| Form 4/A                   |                         |                         |                              |   |   |                   |              |  |  |
| June 14, 20                | 05                      |                         |                              |   |   |                   |              |  |  |
| FORM                       | ЛЛ                      |                         | RITIES AND EX                |   |   |                   | PPROVAL      |  |  |
|                            | N OMB<br>Number:        | 3235-0287               |                              |   |   |                   |              |  |  |
| Check the                  |                         |                         | ashington, D.C. 20           |   |   | Expires:          | January 31,  |  |  |
| if no lor                  |                         | MENT OF CHAI            | NGES IN BENEF                | ICIAL O                                   | WNERSHIP OF                               | ר <sup>י</sup>    | 2005         |  |  |
| subject section            |                         |                         |                              | Estimated burden hou                      | -   |                   |              |  |  |
| Form 4                     |                         |                         |                              |   |   | response          | •            |  |  |
| Form 5                     | Filed put               | rsuant to Section       | 16(a) of the Securi          | ties Excha                                | nge Act of 1934,                          |                   |              |  |  |
| obligatio                  |                         | (a) of the Public U     | Jtility Holding Cor          | npany Act                                 | of 1935 or Secti                          | on                |              |  |  |
| may cor<br><i>See</i> Inst | itinue.                 |                         | nvestment Compar             | • •                                       |   |                   |              |  |  |
| 1(b).                      | ruenon                  |                         | *                            | •   |   |                   |              |  |  |
|                            |                         |                         |                              |   |   |                   |              |  |  |
| (Print or Type             | Responses)              |                         |                              |   |   |                   |              |  |  |
|                            |                         |                         |                              |   |   |                   |              |  |  |
|                            | Address of Reporting    | Person <u>*</u> 2. Issu | er Name <b>and</b> Ticker or | Trading                                   | 5. Relationship of Reporting Person(s) to |                   |              |  |  |
| GODWIN                     | BENJAMIN B              | Symbol                  |                              | Issuer                                    |   |                   |              |  |  |
|                            |                         | TECH                    | DATA CORP [TE                | act all applicable)                       |   |                   |              |  |  |
| (Last)                     | (First) (               | Middle) 3. Date         | of Earliest Transaction      |   | (Ch                                       | eck all applicabl | e)           |  |  |
| ()                         | ()                      | . ,                     | onth/Day/Year) Director      |   |   | 109               | % Owner      |  |  |
| 5350 TECH                  | H DATA DRIVE            |                         | 3/31/2005                    |   |   |                   |              |  |  |
|                            |                         | 0010111                 |                              |   | below)                                    | below)            | ont          |  |  |
|                            |                         |                         |                              |   | •   | orate Vice Presid |              |  |  |
|                            | (Street)                |                         | endment, Date Origina        | 6. Individual or Joint/Group Filing(Check |   |                   |              |  |  |
|                            |                         |                         | onth/Day/Year)               | Applicable Line)                          | )<br>by One Reporting Person              |                   |              |  |  |
|                            |                         | 04/04/2                 | 2005                         |   |   | More than One R   |              |  |  |
| CLEARWA                    | ATER, FL 33760          |                         |                              |   | Person                                    |                   | 1 0          |  |  |
| (City)                     | (State)                 | (Zip) Tal               | ole I - Non-Derivative       | Securities A                              | Acquired, Disposed                        | of, or Beneficia  | lly Owned    |  |  |
| 1.Title of                 | 2. Transaction Date     | 2A Deemed               | 3. 4. Securit                | ies                                       | 5. Amount of                              | 6. Ownership      | 7. Nature of |  |  |
| Security                   | (Month/Day/Year)        | Execution Date, if      | TransactionAcquired          |   | Securities                                | Form: Direct      | Indirect     |  |  |
| (Instr. 3)                 |                         | any                     | Code Disposed                |   | Beneficially                              | (D) or Indirect   | Beneficial   |  |  |
|                            |                         | (Month/Day/Year)        | (Instr. 8) (Instr. 3, 4      | 4 and 5)                                  | Owned                                     | (I)               | Ownership    |  |  |
|                            |                         |                         |                              |   | Following                                 | (Instr. 4)        | (Instr. 4)   |  |  |
|                            |                         |                         |                              | (A)                                       | Reported<br>Transaction(s)                |                   |              |  |  |
|                            |                         |                         |                              | or  | (Instr. 3 and 4)                          |                   |              |  |  |
|                            |                         |                         | Code V Amount                | (D) Price                                 | . ,                                       |                   |              |  |  |
| Reminder: Re               | port on a separate line | e for each class of sec | urities beneficially ow      | ned directly                              | or indirectly.                            |                   |              |  |  |

Persons who respond to the collection of information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.        | 5. Number of | 6. Date Exercisable and | 7. Title and Amount  |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|----------------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti | orDerivative | Expiration Date         | Underlying Securitie |
| Security    | or Exercise |                     | any                | Code      | Securities   | (Month/Day/Year)        | (Instr. 3 and 4)     |

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| (Instr. 3)  | Price of<br>Derivative<br>Security |            | (Month/Day/Year) | (Instr. | 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |     |                     |                    |                 |                              |
|---|------------------------------------|------------|------------------|---------|----|--|-----|---------------------|--------------------|-----------------|------------------------------|
|   |                                    |            |                  | Code    | v  | (A)  | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amou<br>or<br>Numb<br>of Sha |
| Maximum<br>Value<br>Stock-Settled<br>Stock<br>Appreciation<br>Right | \$ 37.06                           | 03/31/2005 |                  | А       |    | 20,000   |     | <u>(1)</u>          | 03/31/2015         | Common<br>Stock | 20,00                        |

## **Reporting Owners**

| Reporting Owner Name / Address                                    |          |           | Relationships             |       |  |
|---|----------|-----------|---------------------------|-------|--|
|   | Director | 10% Owner | Officer                   | Other |  |
| GODWIN BENJAMIN B<br>5350 TECH DATA DRIVE<br>CLEARWATER, FL 33760 |          |           | Corporate Vice President- |       |  |
| Signatures  |          |           |                           |       |  |
| By: Danyle L. Anderson For: E<br>Godwin                           | Benjamin | В         | 06/14/2005                |       |  |
| <u>**</u> Signature of Reporting Pe                               | rson     |           | 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).

Maximum value stock-settled stock appreciation right granted on 03/31/05 at \$37.06 under the 2000 Equity Incentive Plan of Tech Data
 (1) Corporation ("TECD") of which 25% is exercisable on 3/31/06 and on each of the subsequent anniversaries. This option 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.