

VETTER DAVID R
Form 4
January 11, 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 *
VETTER DAVID R

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)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/09/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, General Counsel, Secretary

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/09/2012		M		2,204 A \$ 24.27	27,683	D
Common Stock	01/09/2012		S		2,204 D \$ 51.0023 (1)	25,479	D
Common Stock	01/10/2012		M		8,240 A \$ 24.27	33,719	D
Common Stock	01/10/2012		S		8,240 D \$ 51.5942 (2)	25,479	D
	01/10/2012		M		9,556 A \$ 24.27	35,035	D

Common
Stock

Common Stock	01/10/2012	S	9,556	D	\$ 51.5942 <u>(2)</u>	25,479 ⁽³⁾	D	
Common Stock						257	I	ESPP

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 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 Security (Instr. 3 and 4)
Non-qualified stock option (right to buy)	\$ 24.27	01/09/2012		M	2,204	03/19/2007 ⁽⁴⁾ 03/19/2012	Common Stock 2
Incentive Stock Option (right to buy)	\$ 24.27	01/10/2012		M	8,240	03/19/2007 ⁽⁴⁾ 03/19/2013	Common Stock 8
Non-qualified stock option (right to buy)	\$ 24.27	01/10/2012		M	9,556	03/19/2007 ⁽⁴⁾ 03/19/2013	Common Stock 9

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VETTER DAVID R			SVP, General Counsel, Secretary	

Signatures

By. Arleen Quinones For: David R.
Vetter

01/11/2012

__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 2,204 shares of TECD common stock were sold at a weighted average price of \$51.0023. The shares sold and their respective market value per share, lot-by-lot, are 100 shares at \$51.05 and 2,104 shares at \$51.00.
An aggregate of 17,796 shares of TECD common stock were sold at a weighted average price of \$51.5942. The shares sold and their respective market value per share, lot-by-lot, are 4,000 shares at \$51.53, 1,000 shares at \$51.54, 414 shares at \$51.55, 123 shares at \$51.56, 561 shares at \$51.57, 1,346 shares at \$51.58, 600 shares at \$51.585, 979 shares at \$51.59, 1,985 shares at \$51.60, 300 shares at \$51.605, 401 shares at \$51.61, 300 shares at \$51.62, 5,187 shares at \$51.65, 600 shares at \$51.69.
- (2) Direct: 18,092, unvested RSUs: 7,387.
- (3) Option covering shares granted on 3/19/2003 at \$24.27 under the 2000 Equity Incentive Plan of Tech Data Corporation (TECD) of which 25% is exercisable on 3/19/2004, 25% on 3/19/2005, 25% on 3/19/2006 and 25% on 3/19/2007.

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.