

VETTER DAVID R
Form 4
September 09, 2009

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

(Last) (First) (Middle)

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)
09/04/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/04/2009 | | M | 5,354 A | \$ 30.625 | 30,689 | D |
| Common Stock | 09/04/2009 | | M | 3,151 A | \$ 30.625 | 33,840 | D |
| Common Stock | 09/04/2009 | | S | 5,354 D | \$ 39 | 28,486 | D |
| Common Stock | 09/04/2009 | | S | 3,151 D | \$ 39 | 25,335 ⁽²⁾ | D |
| Common Stock | | | | | | 257 | I By Esp |

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Common Stock 2,075 I By Trust - 401(k)

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) | 8. Date Exercisable | 9. Expiration Date | 10. Title | 11. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|--------------------|-----------|--------------------------------|
| Non-qualified Stock Option (Right to Buy) | \$ 30.625 | 09/04/2009 | | M | 5,354 | 04/04/2003 ⁽¹⁾ 04/04/2010 | Common Stock | | | | 5 |
| Non-qualified Stock Option (Right to Buy) | \$ 30.625 | 09/04/2009 | | M | 3,151 | 04/04/2003 ⁽¹⁾ 04/04/2010 | Common Stock | | | | 3 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| VETTER DAVID R 5350 TECH DATA DRIVE CLEARWATER, FL 33760 | | | SVP, General Counsel, Secretar | |

Signatures

By: Kristin Wiemer Bohnsack For: David R. Vetter 09/08/2009

**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) Options granted on 4/4/00 at \$30.625 under the Tech Data Corporation ("TECD") 1990 Incentive and Non-Statutory Stock Option Plan which were 33 1/3% exercisable on 4/4/01, 4/4/02 and 4/4/03.

Table I (column 5) - 17,086 shares held direct; 8,249 unvested RSU's. Approximately 2,075 shares held by 401(k) are shares held in trust by the Tech Data Corporation 401(k) Savings Plan on behalf of the reporting individual. The reported balance is based upon the most recent available account balance, may include an employer contribution, and is approximated from the current value of the Company's unitized stock fund based upon the closing price of TECD on the transaction date. Approximately 257 shares held in the Tech Data Corporation Employee Stock Purchase Plan.

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.