

Tonnison John A
Form 4
March 25, 2010

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 *
Tonnison John A

(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)
03/23/2010

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)
Executive Vice President/CIO

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	03/23/2010 ⁽¹⁾		A	4,134 A \$ 0	11,159	D	
Common Stock	03/23/2010		M	2,047 ⁽²⁾ A \$ 21.13	13,206	D	
Common Stock	03/23/2010		D	1,379 D \$ 45.01	11,827 ⁽³⁾	D	
Common Stock					1,276	I	By 401(k)
Common Stock					375	I	By Spouse

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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)
Maximum Value Stock-settled Stock Appreciation Right	\$ 21.13	03/23/2010		M	2,047	03/23/2010 ⁽⁴⁾ 03/23/2019	Common Stock

Reporting Owners

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

Signatures

By: Charles V. Dannewitz For: John A. Tonnison
Date: 03/25/2010

**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) Restricted stock unit grant which represents a contingent right to receive one share of Tech Data Corporation common stock for each vested unit. The restricted stock units vest 25% on the 1st and 2nd grant date anniversaries and 50% on the 3rd grant date anniversary.
- (2) 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

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maximum value less any tax liability.

- Table I - column 5 - Direct: 1,456; unvested RSUs: 10,371; by Spouse: 375; by 401(k) 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: 1,276.

- 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.

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