

WILLIAMS JOHN Y  
Form 4  
June 01, 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 \*  
WILLIAMS JOHN Y

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)  
5350 TECH DATA DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/27/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)

CLEARWATER, FL 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 Beneficial Ownership (Instr. 4)
Common Stock	05/27/2010		M	V Amount (A) or (D) Price \$ 24.69	11,252	D	
Common Stock	05/27/2010		S	2,500 D \$ 41.25	8,752	D	
Common Stock	05/27/2010		M	2,500 A \$ 29.09	11,252	D	
Common Stock	05/27/2010		S	1,000 D \$ 41.26	10,252	D	
Common Stock	05/27/2010		S	1,400 D \$ 41.2671	8,852	D	
Common Stock	05/27/2010		S	100 D \$ 41.29	8,752 <sup>(1)</sup>	D	

Common  
Stock

Common Stock 500 I By Trust

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** SEC 1474 (9-02)

**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)	\$ 24.69	05/27/2010		M	2,500	06/03/2004 <sup>(2)</sup> 06/03/2013	Common Stock 2
Non-qualified Stock Option (Right to Buy)	\$ 29.09	05/27/2010		M	2,500	06/19/2002 <sup>(3)</sup> 06/19/2011	Common Stock 2

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS JOHN Y 5350 TECH DATA DRIVE CLEARWATER, FL 33760			X	

## Signatures

By: Arleen Quinones For: John Y. Williams 05/28/2010

\*\*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) Table I - Column 5 Securities Beneficially Owned balance: 500 shares held in trust; 7,487 shares held direct; 1,265 unvested RSU's.
- (2) Option covering shares granted on 6/3/2003 at \$24.69 under the Tech Data Corporation ("TECD") 1995 Non-Employee Directors Non-Statutory Stock Option Plan, exercisable 100% on 6/3/2004.
- (3) Option covering shares granted on 6/19/2001 at \$29.09 under the Tech Data Corporation ("TECD") 1995 Non-Employee Directors Non-Statutory Stock Option Plan, exercisable 100% on 6/19/2002.

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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