Read Paul
Form 4
June 07, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL	
OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person [*] Read Paul	2. Issuer Name **and** Ticker or Trading Symbol **FLEXTRONICS INTERNATIONAL LTD. [FLEX]**	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)　　(First)　　(Middle) C/O FLEXTRONICS INTERNATIONAL USA, INC., 847 GIBRALTAR DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 06/05/2012	_____ Director　　_____ 10% Owner __X__ Officer (give title _____ Other (specify below)　　below) 　　　Chief Financial Officer
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
MILPITAS, CA 95035		
(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	(A) or (D)	Price			
Ordinary Shares	06/05/2012		S[(1)]		6,050	D	$ 6.1907 [(2)]	455,950	D	
Ordinary Shares	06/07/2012		S		10,200	D	$ 6.7512 [(3)]	445,750	D	
Ordinary Shares	06/07/2012		M		100,000	A	$ 2.26	545,750	D	
Ordinary	06/07/2012		S		100,000	D	$	445,750 [(5)]	D	

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Shares   6.7703
                                                            (4)

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

Persons who respond to the collection of   SEC 1474
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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 Securities (Instr. 3 and 4)	
				Code	V		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	$ 2.26	06/07/2012		M			100,000		(6)	12/05/2015	Ordinary Shares	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Read Paul C/O FLEXTRONICS INTERNATIONAL USA, INC. 847 GIBRALTAR DRIVE MILPITAS, CA 95035			Chief Financial Officer	

Signatures

/s/ Paul Read, by Jonathan Hoak as attorney-in-fact	06/07/2012
**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)   Disposition of shares exempt under Rule 16b-3 as payment of tax liability to Company incident to vesting of restricted share unit award.

(2)   Price reflects weighted average sales price; actual sales prices ranged from $6.19 to $6.191. The reporting person undertakes to provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased or sold at each separate price.

(3) Price reflects weighted average sales price; actual sales prices ranged from $6.75 to $6.76. The reporting person undertakes to provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased or sold at each separate price.

(4) Price reflects weighted average sales price; actual sales prices ranged from $6.75 to $6.785. The reporting person undertakes to provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased or sold at each separate price.

(5) Includes the following: (1) 137,500 unvested Restricted Share Units, which will vest in two equal annual installments beginning on June 15, 2013; (2) 146,250 unvested Restricted Share Units, which will vest in three annual installments of 32,500, 48,750, and 65,000, respectively, starting on June 3, 2013; and (3) 162,000 unvested Restricted Share Units, which will vest in four equal annual installments beginning on May 17, 2013.

(6) The award was fully vested on June 2, 2012.

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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Explanation of Responses: 3