Tonnison John A Form 4 March 26, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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)

TECH DATA CORPORATION, 5350 TECH **DATA DRIVE**

CLEARWATER, FL 33760

(Street)

2. Issuer Name and Ticker or Trading Symbol

TECH DATA CORP [TECD]

3. Date of Earliest Transaction (Month/Day/Year) 03/22/2013

4. If Amendment, Date Original

Filed(Month/Day/Year)

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President/CIO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/22/2013		F(1)	285	D	\$ 46	18,673	D		
Common Stock	03/25/2013		M	2,047 (2)	A	\$ 21.13	20,720	D		
Common Stock	03/25/2013		D	1,401	D	\$ 46	19,319	D		
Common Stock	03/25/2013		F(1)	566	D	\$ 45.24	18,753 <u>(3)</u>	D		
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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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	SA. Deemed Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	S. Number on f Derivative Securities Acquired (A) or Disposed of	Expiration Date (Month/Day/Year)		Underlying Securi (Instr. 3 and 4)	
				Code V	(D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Ame or Nur of Sha
Stock Appreciation Rights	\$ 21.13	03/25/2013		M	2,047	03/23/2013(4)	03/23/2019	Common Stock	2,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tonnison John A
TECH DATA CORPORATION
5350 TECH DATA DRIVE
CLEARWATER, FL 33760

Executive Vice President/CIO

Signatures

By: Arleen Quinones For: John A.

Tonnison 03/26/2013

**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) Withholding of shares for payment of tax liability on settlement of Restricted Stock Units ("RSUs").
 - 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,
- (2) therefore, in accordance with the grant agreement, the vested shares were automatically exercised. The net shares received represent the maximum value less any tax liability.

(3) Direct: 9,654; unvested RSUs: 9,099.

Reporting Owners 2

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Maximum value stock-settled stock appreciation right granted on 03/23/09 at \$21.13 under the 2009 Equity Incentive Plan of Tech Data (4) 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. 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.