

SCANSOURCE INC  
Form 4  
November 08, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
CLEYS RICHARD P

(Last) (First) (Middle)  
6 LOGUE COURT  
(Street)  
GREENVILLE, SC 29615  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCANSOURCE INC [SCSC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/06/2007

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)  
VP and Chief Financial Officer

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 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 (D) Price		

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)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				(A)	(D)				
Employee Stock Option (Right to Buy)	\$ 23.06	11/06/2007	D <sup>(1)</sup>		15,000	<sup>(2)</sup>	01/02/2014	Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 24.73	11/06/2007	A <sup>(1)</sup>	15,000		<sup>(2)</sup>	01/02/2014	Common Stock	15,000
Employee Stock Option (Right to Buy)	\$ 29.7	11/06/2007	D <sup>(1)</sup>		10,000	<sup>(3)</sup>	01/05/2015	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 33.92	11/06/2007	A <sup>(1)</sup>	10,000		<sup>(3)</sup>	01/05/2015	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 27.48	11/06/2007	D <sup>(1)</sup>		8,000	<sup>(4)</sup>	01/05/2016	Common Stock	8,000
Employee Stock Option (Right to Buy)	\$ 29.44	11/06/2007	A <sup>(1)</sup>	8,000		<sup>(4)</sup>	01/05/2016	Common Stock	8,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLEYS RICHARD P 6 LOGUE COURT GREENVILLE, SC 29615			VP and Chief Financial Officer	

## Signatures

By: /s/ Richard P  
Cleys

11/08/2007

\_\_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).
- The reporting person entered into an agreement, dated November 6, 2007, with ScanSource, Inc. ("the Company") to increase the exercise prices of the options to the fair market value of a share of the Company's common stock on the accounting measurement date for the grant, resulting in they deemed to be cancellation of the "old" options and the grant of replacement options.
- (1) The option was originally granted on January 2, 2004 and vests in one-third increments on the anniversary of the grant date over three years.
  - (2) The option was originally granted on January 5, 2005 and vests in one-third increments on the anniversary of the grant date over three years.
  - (3) The option was originally granted on January 5, 2006 and vests in one-third increments on the anniversary of the grant date over three years.

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.