

HUNTER WILLIAM J
Form 4
December 05, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HUNTER WILLIAM J

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)
12/01/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President & CFO

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)
			Code	V	Amount	(D)	Price
Common Stock	12/01/2005		M		7,000	A	\$ 16.5
					7,000		
Common Stock	12/01/2005		S		7,000	D	\$ 40.33
					0		
Common Stock	12/01/2005		M		2,190	A	\$ 16.5
					2,190		
Common Stock	12/01/2005		S		2,190	D	\$ 40.33
					0		
Common Stock	12/01/2005		M		5,000	A	\$ 14.375
					5,000		

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Common Stock	12/01/2005	S	5,000	D	\$ 40.33	0	D	
Common Stock	12/01/2005	M	5,000	A	\$ 24.125	5,000	D	
Common Stock	12/01/2005	S	5,000	D	\$ 40.33	0	D	
Common Stock	12/01/2005	M	4,810	A	\$ 16.5	4,810	D	
Common Stock	12/01/2005	S	4,810	D	\$ 40.33	0	D	
Common Stock	12/01/2005	M	6,375	A	\$ 28.3125	6,375	D	
Common Stock	12/01/2005	S	6,375	D	\$ 40.33	0	D	
Common Stock	12/01/2005	M	13,625	A	\$ 28.3125	13,625	D	
Common Stock	12/01/2005	S	13,625	D	\$ 40.33	0	D	
Common Stock						225	I	by Trust - 401(k)

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 (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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 14.375	12/01/2005		M	5,000	03/26/2001 ⁽¹⁾	03/26/2006	Common Stock
Incentive	\$ 16.5	12/01/2005		M	4,810	03/29/2004 ⁽²⁾	03/29/2009	Common

Option Type	Exercise Price	Grant Date	Expiration Date	Quantity	Underlying	Acquired	Termination	Stock
Stock Option (right to buy)								Stock
Incentive Stock Option (right to buy)	\$ 24.125	12/01/2005		5,000	M	03/25/2002 ⁽³⁾	03/25/2007	Common Stock
Incentive Stock Option (right to buy)	\$ 28.3125	12/01/2005		6,375	M	04/02/2004 ⁽⁴⁾	04/02/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 16.5	12/01/2005		7,000	M	06/01/1999 ⁽⁵⁾	03/29/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 16.5	12/01/2005		2,190	M	03/29/2004 ⁽²⁾	03/29/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 28.3125	12/01/2005		13,625	M	04/02/2004 ⁽⁴⁾	04/02/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUNTER WILLIAM J 5350 TECH DATA DRIVE CLEARWATER, FL 33760			Senior Vice President & CFO	

Signatures

By: Danyle L. Anderson For: William J.
Hunter 12/05/2005

**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) Option covering shares granted on 3/26/96 at \$14.375 under the Tech Data Corporation ("TECD") 1990 Incentive and Non-Statutory Stock Option Plan which option is 40% exercisable on 3/26/98 and 20% exercisable on each of the three subsequent anniversaries.
 - (2) Option covering shares granted on 3/29/99 at \$16.50 under the Tech Data Corporation ("TECD") 1990 Incentive and Non-Statutory Stock Option Plan which option is 40% exercisable on 3/29/01 and 20% exercisable on each of the three subsequent anniversaries.
 - (3) Option covering shares granted on 3/25/97 at \$24.125 under the Tech Data Corporation ("TECD") 1990 Incentive and Non-Statutory Stock Option Plan which option is 40% exercisable on 3/25/99 and 20% exercisable on each of the three subsequent anniversaries.
 - (4) Option covering shares granted on 4/2/01 at \$28.3125 under the 2000 Equity Incentive Plan of Tech Data Corporation ("TECD") which option is 33% exercisable on 4/2/02 and 4/2/03 and 34% exercisable on 4/2/04.
 - (5) Option covering shares granted on 3/29/99 at \$16.50 under the Tech Data Corporation ("TECD") 1990 Incentive and Non-Statutory Stock Option Plan which option was 50% exercisable on 3/29/00 and the remaining 50% exercisable on 3/29/01. In the event that the daily closing stock price of TECD common stock on The Nasdaq Stock Market during any ten (10) consecutive trading days exceeded \$24.75 or \$33.00, the option became immediately 50% or 100% exercisable, respectively. This performance criteria was met in 1999

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resulting in the vesting of 100% of the grant.

Remarks:

Table I (column 5) - 225 shares held by 401(k) are shares contributed to the retirement savings account on behalf of the report

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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