

SYNNEX CORP
Form 4
April 19, 2006

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 *
MIAU MATTHEW

(Last) (First) (Middle)
44201 NOBEL DRIVE
(Street)
FREMONT, CA 94538

2. Issuer Name and Ticker or Trading Symbol
SYNNEX CORP [SNX]

3. Date of Earliest Transaction (Month/Day/Year)
04/17/2006

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)

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 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			
Common Stock	04/17/2006		M	7,500 A \$ 3	48,868	D	
Common Stock	04/17/2006		S	100 ⁽¹⁾ D \$ 18.34	48,768	D	
Common Stock	04/17/2006		S	1,392 ⁽¹⁾ D \$ 18.35	47,376	D	
Common Stock	04/17/2006		S	100 ⁽¹⁾ D \$ 18.3556	47,276	D	
Common Stock	04/17/2006		S	1,108 ⁽¹⁾ D \$ 18.36	46,168	D	
	04/17/2006		S	100 ⁽¹⁾ D	46,068	D	

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Common Stock					\$	18.3614			
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.365	45,968	D		
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.3657	45,868	D		
Common Stock	04/17/2006	S	500 <u>(1)</u>	D	\$ 18.37	45,368	D		
Common Stock	04/17/2006	S	600 <u>(1)</u>	D	\$ 18.38	44,768	D		
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.3875	44,668	D		
Common Stock	04/17/2006	S	200 <u>(1)</u>	D	\$ 18.39	44,468	D		
Common Stock	04/17/2006	S	400 <u>(1)</u>	D	\$ 18.4	44,068	D		
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.41	43,968	D		
Common Stock	04/17/2006	S	400 <u>(1)</u>	D	\$ 18.43	43,568	D		
Common Stock	04/17/2006	S	200 <u>(1)</u>	D	\$ 18.44	43,368	D		
Common Stock	04/17/2006	S	500 <u>(1)</u>	D	\$ 18.45	42,868	D		
Common Stock	04/17/2006	S	400 <u>(1)</u>	D	\$ 18.46	42,468	D		
Common Stock	04/17/2006	S	200 <u>(1)</u>	D	\$ 18.47	42,268	D		
Common Stock	04/17/2006	S	500 <u>(1)</u>	D	\$ 18.48	41,768	D		
Common Stock	04/17/2006	S	200 <u>(1)</u>	D	\$ 18.49	41,568	D		
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.4968	41,468	D		
Common Stock	04/17/2006	S	100 <u>(1)</u>	D	\$ 18.51	41,368	D		
Common Stock	04/17/2006	S	11,800	D	\$ 18.5038	1,903,577	I	By Constant Holdings Limited <u>(2)</u>	
Common Stock	04/18/2006	S	15,000	D	\$ 18.6869	1,888,577	I	By Constant Holdings	

Common Stock	9,122,024	I	Limited ⁽²⁾ By Silver Star Developments Limited ⁽²⁾
Common Stock	5,294,444	I	By Peer Developments Limited ⁽²⁾

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3	04/17/2006		M	7,500	⁽³⁾ 09/30/2006	Common Stock	7,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIAU MATTHEW 44201 NOBEL DRIVE FREMONT, CA 94538	X			

Signatures

/s/ Simon Y. Leung,
Attorney-In-Fact

04/19/2006

__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) The sales reported on this Form 4 were effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on January 25, 2006.
 - (2) The reporting person disclaims beneficial ownership of these securities except for any pecuniary interest therein.
 - (3) This stock option is immediately exercisable as to 125,000 shares and is fully vested.

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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