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TECH DATA CORP

Reported by

DUTKOWSKY ROBERT M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/26/12 for the Period Ending 03/22/12

Address	5350 TECH DATA DR CLEARWATER, FL 33760
Telephone	7275397429
CIK	0000790703
Symbol	TECD
SIC Code	5045 - Computers and Computer Peripheral Equipment and Software
Industry	Computer Hardware
Sector	Technology
Fiscal Year	01/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
DUTKOWSKY ROBERT M (Last) (First) (Middle)	**TECH DATA CORP [TECD]**	__ **X** __ Director _____ 10% Owner
TECH DATA CORPORATION, 5350 TECH DATA DRIVE (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **3/22/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Chief Executive Officer**
CLEARWATER, FL 33760 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**3/22/2012**		**F**		**4296** (1)	**D**	**$54.00**	**241095**	**D**	
Common Stock	**3/23/2012**		**M**		**26119** (2)	**A**	**$21.13**	**267214**	**D**	
Common Stock	**3/23/2012**		**D**		**19972**	**D**	**$54.00**	**247242**	**D**	
Common Stock	**3/23/2012**		**F**		**4197** (1)	**D**	**$54.13**	**243045**	**D**	
Common Stock	**3/23/2012**		**F**		**992** (1)	**D**	**$54.13**	**242053** (3)	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	**$21.13**	**3/23/2012**		**M**			**26119** (2)	**3/23/2012** (4)	**3/23/2019**	**Common Stock**	**26119**	**$0**	**26119**	**D**	

Explanation of Responses:

(1) Withholding of shares for payment of tax liability on settlement of units.

(2) 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, 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: 115,767, unvested RSUs: 126,286.

(4) Maximum value stock-settled stock appreciation right ("MVSSAR") granted on 03/23/09 at $21.13 under the Amended and Restated 2000 Equity Incentive Plan of Tech Data Corporation, as amended of which 25% is exercisable on 3/23/10 and on each subsequent anniversary. Each MVSSAR is granted with a predetermined cap on the exercise spread.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUTKOWSKY ROBERT M **TECH DATA CORPORATION** **5350 TECH DATA DRIVE** **CLEARWATER, FL 33760**	**X**		**Chief Executive Officer**	

Signatures

By: Arleen Quinones For: Robert M. Dutkowsky **3/26/2012**

** Signature of Reporting Person — Date

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

***** 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).

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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