

TECH DATA CORP

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/27/17

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 & Electronics Retailers
Sector	Consumer Cyclical
Fiscal Year	01/31

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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

TECH DATA CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Securities Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Securities Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Securities Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

*** Exercise Your *Right to Vote* ***
Important Notice Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on June 7, 2017.

TECH DATA CORPORATION



TECH DATA CORPORATION
5350 TECH DATA DRIVE
CLEARWATER, FL 33760

Meeting Information

Meeting Type: Annual Meeting
For holders as of: March 29, 2017
Date: June 7, 2017 **Time:** 3:00 p.m., EDT
Location: Raymund Center
5350 Tech Data Drive
Clearwater, FL 33760

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

— Before You Vote —
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT ANNUAL REPORT

How to View Online:

Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) and visit:
www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- | | |
|--------------------------|----------------------------------------------------------------------------|
| 1) <i>BY INTERNET</i> : | www.proxyvote.com |
| 2) <i>BY TELEPHONE</i> : | 1-800-579-1639 |
| 3) <i>BY E-MAIL</i> * : | sendmaterial@proxyvote.com |

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 24, 2017 to facilitate timely delivery.

— How To Vote —
Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

The Board of Directors recommends you Vote FOR the following proposals:

The Board recommends a Vote FOR Proposal 1.

1. To elect nine (9) directors, whose names are set forth in the accompanying Proxy Statement, to serve until the next Annual Meeting or until their successors are duly elected and qualified.

Nominees:

- 1a. Charles E. Adair
- 1b. Karen M. Dahut
- 1c. Robert M. Dutkowsky
- 1d. Harry J. Harczak, Jr.
- 1e. Bridgette P. Heller
- 1f. Kathleen Misunas
- 1g. Thomas I. Morgan
- 1h. Patrick G. Sayer
- 1i. Savio W. Tung

The Board recommends a Vote FOR Proposal 2.

2. To ratify the selection of Ernst & Young LLP as the independent registered public accounting firm for fiscal 2018.

The Board recommends a Vote FOR Proposal 3.

3. To approve, on an advisory basis, named executive officer compensation for fiscal 2017.

The Board recommends a Vote FOR Proposal 4.

4. To approve the material terms of the performance goals under the Executive Incentive Bonus Plan.

The Board recommends a Vote of 1 YEAR on Proposal 5.

5. To approve, on an advisory basis, the frequency of holding future advisory shareholder votes on named executive officer compensation.

The proxyholders are authorized to vote on such other business that may properly come before the Annual Meeting or any postponement or adjournment thereof.

