

TECH DATA CORP
Form 4
June 15, 2005

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 *
PRYOR JONES RICHARD

(Last) (First) (Middle)
5350 TECH DATA DRIVE
(Street)

CLEARWATER, FL 33760

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TECH DATA CORP [TECD]

3. Date of Earliest Transaction
(Month/Day/Year)
06/14/2005

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)
Sr Vice President & MD - Azlan

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	06/14/2005		M	V	1,500	A	\$ 32.92 1,500 D
Common Stock	06/14/2005		S		1,500	D	\$ 35.35 0 D
Common Stock	06/14/2005		M		7,000	A	\$ 24.04 7,000 D
Common Stock	06/14/2005		S		7,000	D	\$ 35.35 0 D

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

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(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 Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 24.04	06/14/2005		M	7,000	04/30/2005 ⁽¹⁾ 04/30/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.92	06/14/2005		M	1,500	10/31/2004 ⁽²⁾ 10/31/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRYOR JONES RICHARD 5350 TECH DATA DRIVE CLEARWATER, FL 33760			Sr Vice President & MD - Azlan	

Signatures

By: Danyle L. Anderson For: Richard Pryor-Jones
Date: 06/15/2005

**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 04/30/03 at \$24.04 under the 2000 Equity Incentive Plan of Tech Data Corporation ("TECD"), of which 25% is exercisable on 4/30/04 and on each of the subsequent anniversaries.
- (2) Option covering shares granted on 10/31/03 at \$32.92 under the 2000 Equity Incentive Plan of Tech Data Corporation ("TECD"), of which 25% is exercisable on 10/31/04 and on each of the subsequent anniversaries.

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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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