

POLK DENNIS  
Form 4  
February 02, 2012

**FORM 4**

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

OMB APPROVAL

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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 \*  
POLK DENNIS

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
44201 NOBEL DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
01/31/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Chief Operating Officer

(Street)  
FREMONT, CA 94538

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)			
				(A) or (D)	Price					
				Code	V	Amount				
Common Stock	01/31/2012		M		2,699	A	\$ 17.17	46,148	D	
Common Stock	01/31/2012		S		500 <sup>(1)</sup>	D	\$ 36.07	45,648	D	
Common Stock	01/31/2012		S		77 <sup>(1)</sup>	D	\$ 36.08	45,571	D	
Common Stock	01/31/2012		S		100 <sup>(1)</sup>	D	\$ 36.03	45,471	D	
Common Stock	01/31/2012		S		200 <sup>(1)</sup>	D	\$ 36	45,271	D	

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Common Stock	01/31/2012	S	100 <u>(1)</u>	D	\$ 35.99	45,171	D
Common Stock	01/31/2012	S	300 <u>(1)</u>	D	\$ 35.97	44,871	D
Common Stock	01/31/2012	S	200 <u>(1)</u>	D	\$ 35.96	44,671	D
Common Stock	01/31/2012	S	200 <u>(1)</u>	D	\$ 35.95	44,471	D
Common Stock	01/31/2012	S	200 <u>(1)</u>	D	\$ 35.93	44,271	D
Common Stock	01/31/2012	S	123 <u>(1)</u>	D	\$ 35.89	44,148	D
Common Stock	01/31/2012	S	300 <u>(1)</u>	D	\$ 35.8854	43,848	D
Common Stock	01/31/2012	S	399 <u>(1)</u>	D	\$ 35.88	43,449	D
Common Stock	01/31/2012	M	301	A	\$ 19.41	43,750	D
Common Stock	01/31/2012	S	101 <u>(1)</u>	D	\$ 35.88	43,649	D
Common Stock	01/31/2012	S	200 <u>(1)</u>	D	\$ 35.87	43,449	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
	\$ 17.17	01/31/2012		M	2,699	<u>(2)</u> 09/20/2015		2,699

Employee Stock Option (Right to Buy)								Common Stock	
Stock Option (Right to Buy)	\$ 19.41	01/31/2012		M	301	<u>(3)</u>	10/03/2018	Common Stock	301

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POLK DENNIS 44201 NOBEL DRIVE FREMONT, CA 94538			Chief Operating Officer	

## Signatures

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

02/02/2012

\_\_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) These sales were effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on July 20, 2011.
- (2) This stock option is immediately exercisable as to 3000 shares and is fully vested.
- (3) This stock option is immediately exercisable as to 15,949 shares and vests as to approximately 417 shares monthly.

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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