SYNNEX CORP Form 4 June 21, 2006

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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**

> (First) (Middle) (Last)

> > (Street)

44201 NOBEL DRIVE

2. Issuer Name and Ticker or Trading Symbol

SYNNEX CORP [SNX]

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

06/19/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

FREMU	JNI,	CA	943.	30
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(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	06/19/2006		M	1,200	A	\$ 3	42,568	D	
Common Stock	06/19/2006		S	200 (1)	D	\$ 16.89	42,368	D	
Common Stock	06/19/2006		S	100 (1)	D	\$ 16.91	42,268	D	
Common Stock	06/19/2006		S	100 (1)	D	\$ 16.95	42,168	D	
Common Stock	06/19/2006		S	200 (1)	D	\$ 16.96	41,968	D	
	06/19/2006		S	200 (1)	D		41,768	D	

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Common Stock				\$ 16.98			
Common Stock	06/19/2006	S	100 (1) D	\$ 16.99	41,668	D	
Common Stock	06/19/2006	S	100 (1) D	\$ 17.02	41,568	D	
Common Stock	06/19/2006	S	200 (1) D	\$ 17.03	41,368	D	
Common Stock					9,122,024	I	By Silver Star Developments Limited (2)
Common Stock					1,816,277	I	By Constant Holdings 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.

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.

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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date rities (Month/Day/Year) irred or osed of 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3	06/19/2006		M	1,200	(3)	09/30/2006	Common Stock	1,200

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MIAU MATTHEW

44201 NOBEL DRIVE X

FREMONT, CA 94538

Signatures

/s/ Simon Y. Leung, Attorney-In-Fact 06/21/2006

**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).
- 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 57,500 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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