

MIAU MATTHEW  
Form 4  
June 28, 2006

**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 \*

MIAU MATTHEW

(Last) (First) (Middle)

44201 NOBEL DRIVE

(Street)

FREMONT, CA 94538

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SYNNEX CORP [SNX]

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

06/26/2006

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/26/2006		M		7,500	A	\$ 3 48,868
Common Stock	06/26/2006		S		500 <sup>(1)</sup>	D	\$ 19 48,368
Common Stock	06/26/2006		S		400 <sup>(1)</sup>	D	\$ 19.01 47,968
Common Stock	06/26/2006		S		700 <sup>(1)</sup>	D	\$ 19.02 47,268
Common Stock	06/26/2006		S		300 <sup>(1)</sup>	D	\$ 19.03 46,968
	06/26/2006		S		100 <sup>(1)</sup>	D	46,868

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Common Stock					\$ 19.04			
Common Stock	06/26/2006	S	100 <u>(1)</u>	D	\$ 19.1	46,768	D	
Common Stock	06/26/2006	S	200 <u>(1)</u>	D	\$ 19.13	46,568	D	
Common Stock	06/26/2006	S	100 <u>(1)</u>	D	\$ 19.14	46,468	D	
Common Stock	06/26/2006	S	100 <u>(1)</u>	D	\$ 19.15	46,368	D	
Common Stock	06/26/2006	S	300 <u>(1)</u>	D	\$ 19.16	46,068	D	
Common Stock	06/26/2006	S	100 <u>(1)</u>	D	\$ 19.17	45,968	D	
Common Stock	06/26/2006	S	500 <u>(1)</u>	D	\$ 19.18	45,468	D	
Common Stock	06/26/2006	S	400 <u>(1)</u>	D	\$ 19.19	45,068	D	
Common Stock	06/26/2006	S	300 <u>(1)</u>	D	\$ 19.2	44,768	D	
Common Stock	06/26/2006	S	600 <u>(1)</u>	D	\$ 19.21	44,168	D	
Common Stock	06/26/2006	S	700 <u>(1)</u>	D	\$ 19.22	43,468	D	
Common Stock	06/26/2006	S	700 <u>(1)</u>	D	\$ 19.23	42,768	D	
Common Stock	06/26/2006	S	200 <u>(1)</u>	D	\$ 19.24	42,568	D	
Common Stock	06/26/2006	S	200 <u>(1)</u>	D	\$ 19.25	42,368	D	
Common Stock	06/26/2006	S	500 <u>(1)</u>	D	\$ 19.26	41,868	D	
Common Stock	06/26/2006	S	100 <u>(1)</u>	D	\$ 19.27	41,768	D	
Common Stock	06/26/2006	S	400 <u>(1)</u>	D	\$ 19.29	41,368	D	
Common Stock	06/27/2006	S	11,600	D	\$ 19	1,804,677	I	By Constant Holdings Limited <u>(2)</u>
Common Stock	06/27/2006	S	4,300	D	\$	1,800,377	I	By

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Stock						19.01			Constant Holdings Limited <sup>(2)</sup>
Common Stock	06/27/2006	S	3,200	D	\$ 19.02	1,797,177	I		By Constant Holdings Limited <sup>(2)</sup>
Common Stock	06/27/2006	S	3,800	D	\$ 19.03	1,793,377	I		By Constant Holdings Limited <sup>(2)</sup>
Common Stock	06/27/2006	S	5,000	D	\$ 19.04	1,788,377	I		By Constant Holdings Limited <sup>(2)</sup>
Common Stock	06/27/2006	S	4,300	D	\$ 19.05	1,784,077	I		By Constant Holdings Limited <sup>(2)</sup>
Common Stock	06/27/2006	S	2,000	D	\$ 19.06	1,782,077	I		By Constant Holdings Limited <sup>(2)</sup>

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock	\$ 3	06/26/2006		M	7,500	<sup>(3)</sup> 09/30/2006	Common Stock	7,500

Option  
(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIAU MATTHEW 44201 NOBEL DRIVE FREMONT, CA 94538	X			

## Signatures

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

06/28/2006

\_\_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).
- (1) 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 50,000 shares and is fully vested.

### Remarks:

Part 1 of 2

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.