

LEEDS RICHARD  
Form 4  
March 17, 2008

**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 \*  
**LEEDS RICHARD**

(Last) (First) (Middle)

**C/O SYSTEMAX INC.,, 11  
HARBOR PARK DRIVE**

(Street)

**PORT WASHINGTON, NY 11050**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**SYSTEMAX INC [SYX]**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/13/2008**

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)  
**Chairman and CEO**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock					3,136,666	D	
Common Stock					4,764,138	I	by trusts <sup>(1)</sup>
Common Stock					2,074,433	I	by partnership <sup>(2)</sup>
Common Stock	03/13/2008		P		1,400	A	\$ 11.57
	03/13/2008		P		600	A	506,800
					506,200	I	by partnership <sup>(3)</sup>

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Common Stock					\$ 11.57				by partnership (3)
Common Stock	03/13/2008	P	3,000	A	\$ 11.45	509,800	I		by partnership (3)
Common Stock	03/14/2008	P	2,000	A	\$ 11.45	511,800	I		by partnership (3)
Common Stock	03/14/2008	P	3,000	A	\$ 11.51	514,800	I		by partnership (3)
Common Stock	03/14/2008	P	5,000	A	\$ 11.1	519,800	I		by partnership (3)

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

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**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEEDS RICHARD C/O SYSTEMAX INC., 11 HARBOR PARK DRIVE	X	X	Chairman and CEO	

PORT WASHINGTON, NY 11050

## Signatures

/s/ Richard Leeds by Curt Rush,  
Attorney-in-Fact

03/17/2008

\_\_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) Owned by trusts for the benefit of members of the reporting person's family for which the reporting person acts as trustee or co-trustee. Mr. Leeds disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (2) Owned by limited partnerships of which Mr. Leeds is the direct or indirect general partner. Mr. Leeds disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (3) Owned by a limited partnership in which Mr. Leeds retains an indirect pecuniary interest. Mr. Leeds disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

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.