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FLEXTRONICS INTERNATIONAL LTD.

Form 4

Shares

September 04, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB APPROVAL			
						OMB Number:	3235-0287		
Check the if no lon	gar		G ,			Expires:	January 31,		
subject to Section 1 Form 4 c	STATEN. 16. or		NGES IN BENEFI SECURITIES			Estimated average burden hours per response 0.5			
Form 5 obligatio may con <i>See</i> Instr 1(b).	Section 17(a	a) of the Public U	16(a) of the Securit Jtility Holding Con nvestment Compan	pany Act o	of 1935 or Section	n			
(Print or Type	Responses)								
1. Name and A	Address of Reporting 3 N JAMES	Symbol	er Name and Ticker or TRONICS	Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
		INTER	RNATIONAL LTD	[FLEX]	(Check an applicable)				
(Last)		(Month/	of Earliest Transaction (Day/Year)		_X_ Director 10% Owner Officer (give title Other (specify below) below)				
C/O SILVE		08/30/	2012		ociow)	below)			
ROAD, SU	S, 2775 SAND H	ILL							
KOND, 50	(Street)	4 If Am	nendment, Date Original		6 Individual or I	oint/Group Fili	ng(Chaolz		
	(Succe)		onth/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MENLO PA	ARK, CA 94025				Form filed by N Person	More than One Re	eporting		
(City)	(State)	(Zip) Tal	ble I - Non-Derivative	Securities Ac	quired, Disposed of	f, or Beneficia	lly Owned		
(Instr. 3) any		Execution Date, if	Transaction(A) or Da Code (D)	sposed of	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V Amount	(A) or (D) Price	Reported Transaction(s) (Instr. 3 and 4)				
Ordinary Shares	08/30/2012		A $\frac{22,727}{(1)}$	A \$0	85,747	D			
Ordinary Shares					51,807	I	By LLC (2)		
Ordinary Shares					45,740	I	By Trust		
Ordinary					94	I	By Trust		

(4)

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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)

9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration		Number		
						Exercisable	Date	Titic	of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DAVIDSON JAMES C/O SILVER LAKE PARTNERS 2775 SAND HILL ROAD, SUITE 100 MENLO PARK, CA 94025

X

Signatures

/s/ Davidson James A., by Susan Marsch as attorney-in-fact

09/04/2012

**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).
 - On August 30, 2012, Reporting Person was awarded a total of 22,727 restricted share units (RSUs) pursuant to the terms of the annual equity award to non-employee directors under the Issuer's 2010 Incentive Plan as more fully described in the section titled
- (1) "Non-Management Directors' Compensation for Fiscal Year 2012" beginning on page 14 of the Issuer's Joint Proxy Statement filed with the SEC on July 13, 2012. Each RSU represents a contingent right to receive one unrestricted, fully transferable share for each vested RSU which has not previously forfeited. The award shall vest in full on the date immediately prior to the date of Issuer's 2013 annual general meeting.
- (2) The Reporting Person is a Managing Director of Silver Lake Technology Management, L.L.C. ("Silver Lake"). Pursuant to the Reporting Person's arrangements with Silver Lake with respect to director compensation, the proceeds from any sale of the shares reported hereby

Reporting Owners 2

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are expected to be assigned to Silver Lake. Accordingly, the Reporting Person disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

- (3) Held by Davidson Living Trust, of which the Reporting Person is a trustee.
- (4) Held by The John Alexander Davidson 2000 Irrevocable Trust, of which the Reporting Person is trustee.

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.