

SCANSOURCE INC  
Form 4  
November 08, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
BAUR MICHAEL L

(Last) (First) (Middle)  
6 LOGUE COURT  
(Street)  
GREENVILLE, SC 29615  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCANSOURCE INC [SCSC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/06/2007

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)  
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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Disposed of (D)		Date Exercisable	Expiration Date	Title	A
			Code	V	(A)	(D)				
Employee Stock Option (Right to Buy)	\$ 3.69	11/06/2007	D <sup>(1)</sup>			54,232	<u>(2)</u>	09/01/2008	Common Stock	5
Employee Stock Option (Right to Buy)	\$ 3.94	11/06/2007	A <sup>(1)</sup>		54,232		<u>(2)</u>	09/01/2008	Common Stock	5
Employee Stock Option (Right to Buy)	\$ 4.21	11/06/2007	D <sup>(1)</sup>			20,936	<u>(3)</u>	10/26/2008	Common Stock	2
Employee Stock Option (Right to Buy)	\$ 5.27	11/06/2007	A <sup>(1)</sup>		20,936		<u>(3)</u>	10/26/2008	Common Stock	2
Employee Stock Option (Right to Buy)	\$ 8.4	11/06/2007	D <sup>(1)</sup>			100,000	<u>(4)</u>	12/06/2009	Common Stock	1
Employee Stock Option (Right to Buy)	\$ 10.56	11/06/2007	A <sup>(1)</sup>		100,000		<u>(4)</u>	12/06/2009	Common Stock	1
Employee Stock Option (Right to Buy)	\$ 9.31	11/06/2007	D <sup>(1)</sup>			70,000	<u>(5)</u>	12/20/2010	Common Stock	7
Employee Stock Option (Right to Buy)	\$ 9.42	11/06/2007	A <sup>(1)</sup>		70,000		<u>(5)</u>	12/20/2010	Common Stock	7
	\$ 10.63	11/06/2007	D <sup>(1)</sup>			40,000	<u>(6)</u>	12/03/2011		4

Employee Stock Option (Right to Buy)	Exercise Price	Grant Date	Option Type	Quantity	Expiration Date	Common Stock
Employee Stock Option (Right to Buy)	\$ 11.97	11/06/2007	A <sup>(1)</sup>	40,000	(6) 12/03/2011	Common Stock
Employee Stock Option (Right to Buy)	\$ 23.06	11/06/2007	D <sup>(1)</sup>	70,000	(7) 01/02/2014	Common Stock
Employee Stock Option (Right to Buy)	\$ 24.73	11/06/2007	A <sup>(1)</sup>	70,000	(7) 01/02/2014	Common Stock
Employee Stock Option (Right to Buy)	\$ 29.7	11/06/2007	D <sup>(1)</sup>	70,000	(8) 01/05/2015	Common Stock
Employee Stock Option (Right to Buy)	\$ 33.92	11/06/2007	A <sup>(1)</sup>	70,000	(8) 01/05/2015	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAUR MICHAEL L 6 LOGUE COURT GREENVILLE, SC 29615	X		CEO	

## Signatures

By: /s/ Michael L Baur  
11/08/2007

\*\*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 November 6, 2007, the reporting person offered to the Special Committee of the Board of Directors of ScanSource, Inc. ("the Company"), to increase the exercise prices of the options to the fair market value of a share of the Company's common stock on the accounting measurement date for the grant, resulting in the deemed cancellation of the "old" options and the grant of replacement options.
- (1) The option was originally granted on September 1, 1998 and vests in one-third increments on the anniversary of the grant date over three years.
  - (2) The option was originally granted on October 26, 1998 and vests in one-third increments on the anniversary of the grant date over three years.
  - (3) The option was originally granted on December 6, 1999 and vests in one-third increments on the anniversary of the grant date over three years.
  - (4) The option was originally granted on December 20, 2000 and vests in one-third increments on the anniversary of the grant date over three years.
  - (5) The option was originally granted on December 3, 2001 and vests in one-third increments on the anniversary of the grant date over three years.
  - (6) The option was originally granted on January 2, 2004 and vests in one-third increments on the anniversary of the grant date over three years.
  - (7) The option was originally granted on January 5, 2005 and vests in one-third increments on the anniversary of the grant date over three years.
  - (8)

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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