

# 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 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |  |
|---|--|--|
| <b>1. Name and Address of Reporting Person -*</b><br><br><b>MIAU MATTHEW</b><br>(Last) (First) (Middle)<br><br><b>44201 NOBEL DRIVE</b><br>(Street)<br><br><b>FREMONT, CA 94538</b><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>SYNNEX CORP [ SNX ]</b><br><br><b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><b>5/4/2011</b><br><br><b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director _____ 10% Owner<br><input type="checkbox"/> Officer (give title below) _____ Other (specify below) |
|   |  | <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.30 | 255256  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 27 (U)  | D          | \$32.38 | 255229  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.20 | 255129  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.28 | 254929  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 3 (U)   | D          | \$32.25 | 254926  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 97 (U)  | D          | \$32.24 | 254829  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.32 | 254529  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.29 | 254329  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 400 (U)   | D          | \$32.27 | 253929  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.14 | 253729  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.17 | 253429  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.16 | 253229  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$31.97 | 253129  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.13 | 252929  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.10 | 252729  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$31.99 | 252629  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.18 | 252329  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.03 | 252029  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.02 | 251929  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.09 | 251829  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$32.01 | 251629  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 500 (U)   | D          | \$32.07 | 251129  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 400 (U)   | D          | \$32.04 | 250729  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 200 (U)   | D          | \$31.98 | 250529  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.05 | 250429  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.12 | 250329  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 300 (U)   | D          | \$32.08 | 250029  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 400 (U)   | D          | \$32.00 | 249629  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.15 | 249529  | D  |   |
| Common Stock                    | 5/4/2011       |                                   | S                         |   | 100 (U)   | D          | \$32.34 | 249429  | D  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
|  |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |

**Explanation of Responses:**

(1) These sales were effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 4, 2010.

**Remarks:**

1 of 2.

**Reporting Owners**

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

**Signatures**

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

5/5/2011

\*\*Signature of Reporting Person

Date

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

\* 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).

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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