

Read Paul
Form 3
July 03, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|---|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Read Paul</p> <p>(Last) (First) (Middle)</p> <p>C/O FLEXTRONICS INTERNATIONAL LTD., #28-00 SINGAPORE 018989</p> <p>(Street)</p> <p>SINGAPORE, U0 018989</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/30/2008</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FLEXTRONICS INTERNATIONAL LTD. [FLEX]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Financial Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Ordinary Shares ⁽¹⁾ | 30,000 | D | ^ |
| Ordinary Shares ⁽²⁾ | 50,000 | D | ^ |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 12/20/2010 | Ordinary Shares | 12,500 | \$ 23.19 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 07/06/2011 | Ordinary Shares | 545 | \$ 23.02 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 10/01/2011 | Ordinary Shares | 27,947 | \$ 15.9 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 01/09/2014 | Ordinary Shares | 80,000 | \$ 16.57 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 07/01/2013 | Ordinary Shares | 20,000 | \$ 10.34 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 09/28/2014 | Ordinary Shares | 50,000 | \$ 13.18 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(4)</u> | 10/29/2014 | Ordinary Shares | 125,000 | \$ 12.05 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 07/06/2011 | Ordinary Shares | 78 | \$ 23.02 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(3)</u> | 10/01/2011 | Ordinary Shares | 2,053 | \$ 15.9 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(5)</u> | 06/02/2015 | Ordinary Shares | 700,000 | \$ 10.59 | D | Â |
| Employee Stock Option (right to buy) | Â <u>(6)</u> | 06/02/2015 | Ordinary Shares | 700,000 | \$ 10.59 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Read Paul C/O FLEXTRONICS INTERNATIONAL LTD. #28-00 SINGAPORE 018989 SINGAPORE,Â U0Â 018989 | Â | Â | Â Chief Financial Officer | Â |

Signatures

/s/ Paul Read, by Stacy Colter as attorney-in-fact. 07/03/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Represents a share bonus award (a contingent right to receive Ordinary Shares), which vests in 3 equal installments beginning on April 3, 2009.
- (2) Represents a share bonus award (a contingent right to receive Ordinary Shares), which vests 100% on May 1, 2010.
- (3) The option is immediately exercisable and fully vested as of June 30, 2008.
- (4) As of June 30, 2008, 114,583 of the shares are vested and exercisable. The remaining shares vest and become exercisable in equal monthly installments through October 29, 2008.
- (5) The option vests and becomes exercisable for 25% of the shares on June 2, 2009, and in 36 equal monthly installments thereafter.
The option vests and become exercisable for 25% of the shares one year after the date of grant and in 36 equal monthly installments
- (6) thereafter; provided, that no portion of the option may be exercised unless the market price of the Registrant's ordinary shares is at least \$12.50 per share.

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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