

CDW Corp
Form 3
June 27, 2013

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>Â Richards Thomas E</p> <p>(Last) (First) (Middle)</p> <p>C/O CDW CORPORATION,Â 200 N. MILWAUKEE AVE</p> <p>(Street)</p> <p>VERNON HILLS,Â ILÂ 60061</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/26/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CDW Corp [CDW]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) See Remarks</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>
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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)
Common Stock, par value \$0.01	1,083,619	D	Â
Common Stock, par value \$0.01	132,797	I	See footnote ⁽¹⁾
Common Stock, par value \$0.01	132,798	I	See footnote ⁽²⁾

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 <small>(Month/Day/Year)</small>		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 (3)	12/12/2022	Common Stock	505,294	\$ 17	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Richards Thomas E C/O CDW CORPORATION 200 N. MILWAUKEE AVE VERNON HILLS, IL 60061	Â X	Â	Â See Remarks	Â

Signatures

/s/ James S. Rowe,
Attorney-in-Fact 06/26/2013

**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) Includes 132,797 shares held by the Jason J. Richards Trust which are deemed to be beneficially owned by Mr. Richards.
 - (2) Includes 132,798 shares held by the Lindsay M. Richards Trust which are deemed to be beneficially owned by Mr. Richards.
 - (3) 54,514 options were vested upon issuance at the pricing of the initial public offering of CDW Corporation, on June 26, 2013. The remaining options will vest daily on a pro rata basis commencing on June 26, 2013 and continuing through December 11, 2017.

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Remarks:

CHAIRMANÂ ANDÂ CHIEFÂ EXECUTIVEÂ OFFICER

Exhibit List:Â Â Exhibit 24 - Power of Attorney

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.