

Schiff Carrie
Form 3
May 03, 2007

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)

| | | | | |
|--|---------|--|--|---|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Schiff Carrie | | (Month/Day/Year) | FLEXTRONICS INTERNATIONAL LTD. [FLEX] | |
| (Last) | (First) | (Middle) | 05/01/2007 | |
| C/O FLEXTRONICS INTERNATIONAL USA, INC.,Â 2090 FORTUNE DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SAN JOSE,Â CAÂ 95131 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior VP and General Counsel | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

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⁾ | 3,000 | D | Â |
| Ordinary Shares ⁽²⁾ | 50,000 | D | Â |

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)

| 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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Employee Stock Option (right to buy) | Â (3) | 09/21/2011 | Ordinary Shares | 16,250 | \$ 13.98 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 07/01/2012 | Ordinary Shares | 4,167 | \$ 5.88 | D | Â |
| Employee Stock Option (right to buy) | Â (4) | 07/01/2013 | Ordinary Shares | 10,000 | \$ 10.34 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 01/09/2014 | Ordinary Shares | 75,000 | \$ 16.57 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 09/28/2014 | Ordinary Shares | 15,000 | \$ 13.98 | D | Â |
| Employee Stock Option (right to buy) | Â (3) | 01/17/2015 | Ordinary Shares | 3,750 | \$ 13.98 | D | Â |
| Employee Stock Option (right to buy) | Â (5) | 05/02/2015 | Ordinary Shares | 40,000 | \$ 11.1 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schiff Carrie C/O FLEXTRONICS INTERNATIONAL USA, INC. 2090 FORTUNE DRIVE SAN JOSE, CA 95131 | Â | Â | Â Senior VP and General Counsel | Â |

Signatures

/s/ Carrie Schiff 05/03/2007

__Signature of Date
Reporting Person

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 will vest on July 1, 2007.
- (2) Represents a share bonus award (a contingent right to receive Ordinary Shares), which vests in five equal installments beginning on April 13, 2007.
- (3) The option is immediately exercisable and fully vested as of May 1, 2007.
- (4) As of May 1, 2007, 9,583 of the shares are vested and exercisable. The remaining shares vest and become exercisable in equal monthly installments through July 1, 2007.

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- (5) As of May 1, 2007, 19,167 of the shares are vested and exercisable. The remaining shares vest and become exercisable in equal monthly installments through May 2, 2009.

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.