

SYNEX CORP  
Form 8-K  
March 28, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): March 28, 2005**

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**SYNEX CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-31892**  
(Commission File Number)

**94-2703333**  
(I.R.S. Employer  
Identification Number)

**44201 Nobel Drive**  
**Fremont, California**  
(Address of principal executive offices)

**94538**  
(Zip Code)

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(510) 656-3333

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240-13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On March 22, 2005, the Board of Directors of SYNEX Corporation (the Company ) approved the following amendments to the Company's 2003 Employee Stock Purchase Plan (the ESPP ) to be effective on April 1, 2005:

1. Reduction of participant purchase price discount of Company stock from 15% to 5%;
2. Reduction of 2 year offering periods and 6 month accumulation periods to 3 month offering periods;
3. Maximum purchase limit of \$10,000 of stock per calendar year per participant; and
4. Directors and below are eligible to participate and associate vice president and above are no longer eligible to participate in the ESPP.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 28, 2005

SYNEX CORPORATION

By:                         /s/ Simon Leung

Simon Leung  
General Counsel and  
Corporate Secretary