

Barbier Francois  
Form 4  
December 08, 2010

**FORM 4**

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

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Barbier Francois

2. Issuer Name **and** Ticker or Trading  
Symbol

FLEXTRONICS  
INTERNATIONAL LTD. [FLEX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

12/06/2010

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

President, Global Operations

C/O FLEXTRONICS  
INTERNATIONAL USA, INC., 847  
GIBRALTAR DRIVE

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person

\_\_\_\_ Form filed by More than One Reporting  
Person

MILPITAS, CA 95035

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Ordinary<br>Shares                    | 12/06/2010                              |                                                             | M                                       | 434                                                                 | A<br>\$<br>5.57                                                                                                    | 85,434                                                               | D                                                                 |
| Ordinary<br>Shares                    | 12/06/2010                              |                                                             | M                                       | 455                                                                 | A<br>\$<br>5.57                                                                                                    | 85,889                                                               | D                                                                 |
| Ordinary<br>Shares                    | 12/06/2010                              |                                                             | M                                       | 1,562                                                               | A<br>\$<br>5.57                                                                                                    | 87,451                                                               | D                                                                 |
| Ordinary<br>Shares                    | 12/06/2010                              |                                                             | M                                       | 1,562                                                               | A<br>\$<br>5.57                                                                                                    | 89,013                                                               | D                                                                 |
|                                       | 12/06/2010                              |                                                             | M                                       | 10,416                                                              | A                                                                                                                  | 99,429                                                               | D                                                                 |

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|                 |            |                  |         |   |         |                       |   |
|-----------------|------------|------------------|---------|---|---------|-----------------------|---|
| Ordinary Shares |            |                  |         |   | \$ 5.57 |                       |   |
| Ordinary Shares | 12/06/2010 | M                | 100,000 | A | \$ 5.57 | 199,429               | D |
| Ordinary Shares | 12/06/2010 | S <sup>(1)</sup> | 114,429 | D | \$ 7.57 | 85,000 <sup>(2)</sup> | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Option (Right to buy)                | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 434                                                                                     | <sup>(3)</sup> 08/11/2016                                | Ordinary Shares 434                                           |
| Stock Option (Right to buy)                | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 455                                                                                     | <sup>(3)</sup> 08/11/2016                                | Ordinary Shares 455                                           |
| Stock Option (Right to buy)                | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 1,562                                                                                   | <sup>(3)</sup> 08/11/2016                                | Ordinary Shares 1,562                                         |
| Stock Option (Right to buy)                | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 1,562                                                                                   | <sup>(3)</sup> 08/11/2016                                | Ordinary Shares 1,562                                         |
| Stock Option (Right to buy)                | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 10,416                                                                                  | <sup>(3)</sup> 08/11/2016                                | Ordinary Shares 10,416                                        |
| Stock                                      | \$ 5.57                                                | 12/06/2010                           |                                                    | M                              | 100,000                                                                                 | <sup>(4)</sup> 08/11/2016                                | Ordinary 100,000                                              |

Option  
(Right to  
buy)

Shares

## Reporting Owners

| Reporting Owner Name / Address                                                                           | Relationships |           |                              |       |
|----------------------------------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                                                          | Director      | 10% Owner | Officer                      | Other |
| Barbier Francois<br>C/O FLEXTRONICS INTERNATIONAL USA, INC.<br>847 GIBRALTAR DRIVE<br>MILPITAS, CA 95035 |               |           | President, Global Operations |       |

## Signatures

/s/ Francois Barbier, by Samuel Bongiovanni as  
attorney-in-fact

12/08/2010

\_\_\_\_ Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) Consists of 10,000 unvested shares of a share bonus award (a contingent right to receive Ordinary Shares), which will vest on April 3, 2011; and 75,000 unvested shares of a share bonus award, which will vest in two equal annual installments beginning on June 15, 2013.
- (3) 25% of the options began vesting on August 11, 2010 with the remaining shares vesting in equal monthly installments over the next year.
- (4) 25% of the options began vesting on August 11, 2010 with the remaining shares vesting in equal monthly installments over the next two years.

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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