## SECURITIES AND EXCHANGE COMMISSION

## FORM 3

Filing Date: **2011-11-07** | Period of Report: **2011-11-01** SEC Accession No. 0001225208-11-024428

(HTML Version on secdatabase.com)

## **REPORTING OWNER**

## **Chiang Hwai Hai**

CIK:1534282

Type: 3 | Act: 34 | File No.: 001-14063 | Film No.: 111184202

Mailing Address C/O JABIL CIRCUIT, INC. 10560 DR. MARTIN LUTHER KING, JR. ST. N. ST. PETERSBURG FL 33716-3718

## **ISSUER**

### **JABIL CIRCUIT INC**

CIK:898293| IRS No.: 381886260 | State of Incorp.:DE | Fiscal Year End: 0831

SIC: 3672 Printed circuit boards

Mailing Address 10560 NINTH STREET NORTH 10560 NINTH ST NORTH ST PETERSBURG FL 33716

**Business Address** ST PETERSBURG FL 33716 7275779749

FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

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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

Name and Address of Reporting Person      Chiang Hwai Hai	2. Date of Event Requiring Statement (Month/Day/ Year)	3. Issuer Name and Ticker or Trading Symbol  JABIL CIRCUIT INC [JBL]	
(Last) (First) (Middle)  10560 DR. MARTIN LUTHER KING, JR. ST. N.	-111/01/2011	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below)  Check all applicable)  10% Owner Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year)
(Street) ST. PETERSBURG, FL 33716		EVP, CEO, Materials Tech Group	6. Individual or Joint/Group Filing (Check applicable line)  _X_ Form Filed by One Reporting Person Form Filed by More than One
(City) (State) (Zip)			Reporting Person

#### Table I - Non-Derivative Securities Beneficially Owned

	Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	299,510 <sup>(1)</sup>	D	

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

<u>[</u>			3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	Form of '	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security: Security Direct (D) or Indirect (I) (Instr. 5)		
Stock Appreciation Right (2)	01/24/2009	10/23/2017	Common Stock	20,000	\$21.56	D	
Stock Appreciation Right (3)	07/24/2008	04/23/2017	Common Stock	5,760	\$23	D	

## **Explanation of Responses:**

- 1. See Exhibit 99 (attached) for more details regarding these securities.
- 2. Stock Appreciation Rights shall vest at the rate of one-twelfth of the initial shares subject to the award one year and three months after the date of grant (which date of grant was 10/24/2007), with an additional one-twelfth of the initial shares subject to the award vesting on the same calendar date of each successive three month period thereafter, with, as a result, all of the initial shares subject to the award vesting by four years from the date of grant; provided that in all instances the reporting person is an employee of, or consultant (as defined in the relevant stock incentive plan) to, the Company or a subsidiary.
- 3. Stock Appreciation Rights shall vest at the rate of one-twelfth of the initial shares subject to the award one year and three months after the date of grant (which date of grant was 04/24/2007), with an additional one-twelfth of the initial shares subject to the award vesting on the same calendar date of each successive three month period thereafter, with, as a result, all of the initial shares subject to the award vesting by four years from the date of grant;

provided that in all instances the reporting person is an employee of, or consultant (as defined in the relevant stock incentive plan) to, the Company or a subsidiary.

### Remarks:

chiangexhibit99.txt, chiangpoa.txt

### **Signatures**

/s/ Robert L. Paver, Attorney-in-Fact
\*\* Signature of Reporting Person

11/07/2011

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Of the 299,510 shares of common stock shown in Column 2 of Table I:

- 1) 61,979 shares are held directly.
- 2) 7,400 shares represent the remaining portion of a grant of a restricted stock award that has restrictions that lapse at the rate of 30% of the shares on the 1st anniversary of the date of grant (which date of grant was 10/22/09), and 30% of the shares on the 2nd anniversary of the date of grant, and the remaining 40% of the shares on the 3rd anniversary of the date of grant, provided that in all instances the reporting person is an employee of, or consultant (as defined in the relevant Stock Incentive Plan) to the Company or subsidiary.
- 3) 37,000 shares represent the grant of a performance-based restricted stock award that has restrictions that lapse at varying rates based on certain performance-based criteria. The award has an "overdrive" feature that provides that if the Compound Annual Growth Rate ("CAGR") of the Company's core EPS for FY10 through FY12 is in excess of a certain specified percentage the reporting person is entitled to additional shares. The number of shares included in Column 2 of Table 1 represents the maximum of shares that may be issued pursuant to the award if the CAGR maximum target is met.
- 4) 7,470 shares represent the remaining portion of a grant of a performance-based restricted stock award that has restrictions that lapse at varying rates based on certain performance-based criteria. The extent and timing of the lapse of restrictions on the shares subject to the award are based on comparisons of the increase in the market price of the Company's stock and the S&P 500 Composite Stock Index (assuming in each case a reinvestment of dividends) during each of FY10, FY11 and FY12.
- 5) 14,448 shares represent the remaining portion of a grant of a restricted stock unit award. Each restricted stock unit represents the right to receive one share of Common Stock at vesting. The restricted stock units will become vested at the rate of 30% of the shares on the 1st anniversary of the date of grant (which date of grant was 10/21/10), and 30% of the shares on the 2nd anniversary of the date of grant, and the remaining 40% of the shares on the 3rd anniversary of the date of grant, provided that in all instances the reporting person is an employee of, or consultant (as defined in the relevant Stock Incentive Plan) to the Company or subsidiary; provided, however, that death, disability or retirement before those stated vesting dates will not result in forfeiture of the award or specified portions of the award.
- 6) 61,920 shares represent the grant of a performance-based restricted stock unit award that provides for vesting at varying rates based on specified performance-based criteria. Each restricted stock unit represents the right to receive one share of Common Stock at vesting. Shares are earned based on cumulative core EPS for FY2011 through FY2015. The award has an "overdrive" feature that provides that if cumulative core EPS for FY2011 through FY2013 is in excess of a specified amount the reporting person is entitled to additional shares. The number of shares included in Column 2 of Table 1 represents the

maximum number of shares that may be issued upon vesting of the award if the maximum target is met (i.e., the full "overdrive" amount). The award is also subject to vesting conditions tied to continued service; provided, however, that death, disability or retirement before those stated vesting dates will not result in forfeiture of the award or specified portions of the award.

- 7) 27,323 shares represent the grant of a restricted stock unit award. Each restricted stock unit represents the right to receive one share of Common Stock at vesting. The restricted stock units will become vested at the rate of 30% of the shares on the 1st anniversary of the date of grant (which date of grant was 10/20/11), and 30% of the shares on the 2nd anniversary of the date of grant, and the remaining 40% of the shares on the 3rd anniversary of the date of grant, provided that in all instances the reporting person is an employee of, or consultant (as defined in the relevant Stock Award and Incentive Plan) to the Company or subsidiary; provided, however, that death, disability or retirement before those stated vesting dates will not result in forfeiture of the award or specified portions of the award.
- 8) 81,970 shares represent the grant of a performance-based restricted stock unit award that provides for vesting at varying rates based on specified performance-based criteria. Each restricted stock unit represents the right to receive one share of Common Stock at vesting. Shares are earned based on cumulative core EPS for FY2012 through FY2016. The award has an "overdrive" feature that provides that if cumulative core EPS for FY2012 through FY2014 is in excess of a specified amount the reporting person is entitled to additional shares. The number of shares included in Column 2 of Table 1 represents the maximum number of shares that may be issued upon vesting of the award if the maximum target is met (i.e., the full "overdrive" amount). The award is also subject to vesting conditions tied to continued service; provided, however, that death, disability or retirement before those stated vesting dates will not result in forfeiture of the award or specified portions of the award.

#### LIMITED POWER OF ATTORNEY

This Statement confirms that the undersigned, Hwai Hai Chiang (the "Insider"), has authorized and designated Robert L. Paver, Kathryn M. Vetter, and Chester E. Bacheller, and each of them (each of the foregoing is referred to as an "Authorized Signer") to execute and file on the Insider's behalf any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission as a result of the Insider's ownership of, and transaction in, securities of Jabil Circuit, Inc. (the "Company").

The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider's ownership of, or transactions in, securities of the Company, unless revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: November 4, 2011

/s/Hwai Hai Chiang

\_\_\_\_\_Signature

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