

JABIL CIRCUIT INC

Form 4

October 07, 2004

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
EDWARDS WESLEY B

(Last) (First) (Middle)

**10560 DR. MARTIN LUTHER
KING JR. ST N**

(Street)

ST. PETERSBURG, FL 33716-3718

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
JABIL CIRCUIT INC [JBL]

3. Date of Earliest Transaction
(Month/Day/Year)
10/05/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Sr. VP, Strategic Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽¹⁾	10/05/2004		M	36,000	A \$ 0.6575	43,154	D
Common Stock	10/05/2004		S	12,100	D \$ 24	31,054	D
Common Stock	10/05/2004		S	2,700	D \$ 24.02	28,354	D
Common Stock	10/05/2004		S	12,200	D \$ 24.03	16,154	D
Common Stock	10/05/2004		S	2,100	D \$ 24.06	14,054	D

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Common Stock	10/05/2004	S	900	D	\$ 24.12	13,154	D
Common Stock	10/05/2004	S	2,500	D	\$ 24.2	10,654	D
Common Stock	10/05/2004	S	3,500	D	\$ 23.99	7,154	D

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

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(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)
Incentive Stock Option (right to buy)	\$ 0.6575	10/05/2004		M	36,000	04/26/1995 ⁽²⁾ 10/26/2004	Common Stock 36,000

Reporting Owners

Reporting Owner Name / Address	Relationships
EDWARDS WESLEY B 10560 DR. MARTIN LUTHER KING JR. ST N ST. PETERSBURG, FL 33716-3718	Director 10% Owner Officer Other Sr. VP, Strategic Operations

Signatures

By: Robert L. Paver, Attorney-in-Fact For: Wesley B. Edwards

10/07/2004

____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) Column 5 of Table I includes 584 shares acquired on June 30, 2004 under the 2002 Employee Stock Purchase Plan of Jabil Circuit, Inc.

(2) Options vest as follows: 12% on 4/26/95, and 2% each month thereafter.

(3) The derivative security is a stock option issued under the Issuer's 1992 Stock Option Plan. \$0.00 has been inserted to satisfy the requirements to submit this form via the EDGAR system.

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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