

Sykes Esle C  
Form 3  
April 10, 2012

**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Sykes Esle C</p> <p>(Last) (First) (Middle)</p> <p>C/O FLEXTRONICS INTERNATIONAL USA, INC.,Â 847 GIBRALTAR DRIVE</p> <p>(Street)</p> <p>MILPITAS,Â CAÂ 95035</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/01/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FLEXTRONICS INTERNATIONAL LTD. [FLEX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>President, I&amp;EI</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	273,596 <sup>(1)</sup>	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)	
Stock Option (Right to Buy)	Â (2)	02/13/2013	Ordinary Shares	30,000	\$ 7.53	D	Â
Stock Option (Right to Buy)	Â (3)	08/11/2016	Ordinary Shares	233,333	\$ 5.57	D	Â
Stock Option (Right to Buy)	Â (2)	08/11/2016	Ordinary Shares	188,569	\$ 5.57	D	Â
Stock Option (Right to Buy)	Â (4)	12/05/2015	Ordinary Shares	128,750	\$ 2.26	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sykes Esle C C/O FLEXTRONICS INTERNATIONAL USA, INC. 847 GIBRALTAR DRIVE MILPITAS, CA 95035	Â	Â	Â President, I&EI	Â

## Signatures

/s/ Esle C Sykes, by Susan Marsch as attorney-in-fact

04/10/2012

\_\_Signature of Reporting Person

Date

## 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).

- Includes 65,000 unvested Restricted Stock Units, which vest in two equal annual installments beginning on June 15, 2013; and 90,000
- (1) unvested Restricted Stock Units, which will vest in four annual installments of 10%, 20%, 30%, and 40%, respectively, starting on June 3, 2012.
  - (2) Immediately exercisable.
  - (3) Consists of 196,874 shares subject to an option to purchase ordinary shares of the Issuer's stock are immediately exercisable and 36,459 shares subject to an option to purchase ordinary shares of the Issuer's stock will vest and become exercisable in five equal monthly installments beginning on April 11, 2012.
  - (4) Consists of 128,750 shares subject to an option to purchase ordinary shares of the Issuer's stock which will vest in full and become exercisable on December 5, 2012.

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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