

SANMINA-SCI CORP
 Form 4
 February 28, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SANMINA-SCI CORP

2. Issuer Name and Ticker or Trading Symbol
 SANMINA-SCI CORP [SANM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2700 NORTH FIRST STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/26/2007

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

SAN JOSE, CA 95134
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock ⁽¹⁾ | 02/26/2007 | | A | | 20,000 ⁽²⁾ | A | \$ 0 47,706 D |
| Common Stock ⁽¹⁾ | 02/26/2007 | | A | | 27,280 ⁽³⁾ | A | \$ 3.91 74,986 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)

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| 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 Underlying (Instr. 3) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------------------------------|---------------------------|-----------------|--------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Non-qualified stock option (right to buy) | \$ 3.91 | 02/26/2007 | | A | V | 10,000 | | 03/26/2007 ⁽⁴⁾ | 02/26/2017 | Comm Stoc |
| Phantom Stock | <u>(5)</u> | 02/26/2007 | | A | | 13,427.1099 | | <u>(5)</u> | <u>(5)</u> | Comm Stoc |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SANMINA-SCI CORP 2700 NORTH FIRST STREET SAN JOSE, CA 95134 | X | | | |

Signatures

| | |
|--|------------|
| /s/ Richard Edde | 02/28/2007 |
| <u> </u> 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) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
- (2) The restricted stock units vest in twelve equal monthly installments beginning on March 26, 2007.
- (3) The restricted stock units vest in full on February 26, 2008.
- (4) The option vests in twelve equal monthly installments beginning on March 26, 2007.
- (5) Each share of phantom stock is the economic equivalent of one share of common stock. The shares of phantom stock become payable in whole shares of common stock within 90 days after the reporting person's termination of service as a director. In the event of a change of control, the value of the reporting person's account as determined on the date of a change of control will be paid to the reporting person in cash within 10 days following such change of control.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.