

JABIL CIRCUIT INC

Form 4

December 28, 2005

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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2005
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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)
12/23/2005

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)

SVP, Tools, Systems & Training

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/23/2005		M		87,500	A	\$ 12.205	131,852	D
Common Stock	12/23/2005		S		2,300	D	\$ 37.25	129,552	D
Common Stock	12/23/2005		S		5,100	D	\$ 37.26	124,452	D
Common Stock	12/23/2005		S		8,100	D	\$ 37.27	116,352	D
Common Stock	12/23/2005		S		1,500	D	\$ 37.28	114,852	D

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Common Stock	12/23/2005	S	19,600	D	\$ 37.29	95,252	D
Common Stock	12/23/2005	S	43,000	D	\$ 37.3	52,252	D
Common Stock	12/23/2005	S	1,100	D	\$ 37.31	51,152	D
Common Stock	12/23/2005	S	500	D	\$ 37.32	50,652	D
Common Stock	12/23/2005	S	2,000	D	\$ 37.33	48,652	D
Common Stock	12/23/2005	S	4,000	D	\$ 37.34	44,652	D
Common Stock	12/23/2005	S	300	D	\$ 37.35	44,352	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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Underlying Security
Non-Qualified Stock Option (right to buy)	\$ 12.205	12/23/2005		M		87,500		05/17/1999 ⁽¹⁾	11/17/2008	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
EDWARDS WESLEY B 10560 DR. MARTIN LUTHER KING JR. ST N	SVP, Tools, Systems &

ST. PETERSBURG, FL 33716-3718

Training

Signatures

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

12/28/2005

__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) Options vest as follows: 12% on May 17, 1999, and 2% each month thereafter.
- (2) 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. 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.