CDW Corp Form 3 June 27, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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)

1. Name and Address of Reporting Person *

ALLEN BARRY K

(Last) (First) (Middle)

C/O PROVIDENCE EQUITY PARTNERS INC., Â 50 KENNEDY PLAZA, 18TH **FLOOR**

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement (Month/Day/Year)

06/26/2013

4. Relationship of Reporting Person(s) to Issuer

CDW Corp [CDW]

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

> _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

PROVIDENCE, ÂRIÂ 02903

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4) Form:

4. Nature of Indirect Beneficial Ownership Ownership (Instr. 5)

Direct (D) or Indirect (Instr. 5)

Common Stock, par value \$0.01

21,020 (1)

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

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**

Ownership Conversion

6. Nature of Indirect Beneficial Ownership

or Exercise Form of (Instr. 5)

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(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Direct (D) Security Exercisable Number of or Indirect Shares (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ALLEN BARRY K

C/O PROVIDENCE EQUITY PARTNERS INC.
50 KENNEDY PLAZA, 18TH FLOOR

PROVIDENCE, RIÂ 02903

Signatures

/s/ James S. Rowe, Attorney-in-Fact 06/26/2013

**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).

Does not include 15,048 shares indirectly owned by Allen Enterprises LLC, a limited liability company controlled by Mr. Allen, through its 0.1718% interest in PEP Co-Investors (CDW) L.P., a limited partnership which directly holds 8,759,235 shares of CDW Corporation.

Mr. Allen has no voting or investment power over such shares and disclaims beneficial ownership of such shares, except to the extent of

Mr. Allen has no voting or investment power over such shares and disclaims beneficial ownership of such shares, except to the extent o his pecuniary interest therein.

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Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

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.

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