

SYNEX CORP
Form 8-A12B
November 07, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR (g) OF THE

SECURITIES EXCHANGE ACT OF 1934

SYNEX Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation or organization)

3797 Spinnaker Court, Fremont, CA
(Address of principal executive offices)

94-2703333
(I.R.S. Employer Identification No.)

94538
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
to be so registered

Name of each exchange on which
each class is to be registered

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Common Stock, par value \$.001 per share

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-108543

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

In response to this item, incorporated by reference is the description of the Common Stock, \$.001 par value per share (the "Common Stock") of SYNEX Corporation (the "Registrant") contained under the caption "Description of Capital Stock" in the Prospectus (Subject to Completion) dated November 7, 2003 that forms a part of the Registrant's Registration Statement on Form S-1 (File No. 333-108543) (the "Registration Statement"), together with the description contained under such caption included in the form of prospectus subsequently filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus is incorporated by reference herein.

Item 2. Exhibits.

The following exhibits are filed as a part of this Registration Statement:

Exhibit

| Number | Description of Document |
|---------------|---|
| 1(a) | Form of Restated Certificate of Incorporation of the Registrant (incorporated herein by reference to Exhibit 3.(i)2 to the Registration Statement). |
| 1(b) | Form of Restated Certificate of Incorporation of the Registrant, to be filed upon the closing of the offering to which the Registration Statement relates (incorporated herein by reference to Exhibit 3.(i)3 to the Registration Statement). |
| 2(a) | Bylaws of the Registrant (incorporated herein by reference to Exhibit 3.(ii)2 to the Registration Statement). |
| 2(b) | Restated Bylaws of the Registrant, to be effective upon the closing of the offering to which this Registration Statement relates (incorporated herein by reference to Exhibit 3.(ii)3 to the Registration Statement). |
| 3 | Specimen Common Stock Certificate (incorporated herein by reference to Exhibit 4.1 to the Registration Statement). |

INDEX TO EXHIBITS

The following exhibits are filed as a part of this Registration Statement (all of which are incorporated by reference to the corresponding exhibit as filed or to be filed with the Form S-1 Registration Statement):

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