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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-3
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

JABIL CIRCUIT, INC.
(Exact name of Registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation or organization)

38-1886260
(I.R.S. Employer
Identification No.)

10560 Ninth Street North
St. Petersburg, Florida 33716
(727) 577-9749
(Address, including zip code, and telephone number,
including area code, of Registrant's principal executive offices)

Robert L. Paver, Esq.
Secretary and General Counsel
Jabil Circuit, Inc.
10560 Ninth Street North
St. Petersburg, Florida 33716
(727) 577-9749
(Name, address, including zip code, and telephone number,
including area code, of agent for service)

Copy to:

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APPROXIMATE DATE OF COMMENCEMENT OF PROPOSED SALE TO THE PUBLIC: As soon as practicable after the effective date of this registration statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. []

If any of the securities on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 (the "Securities Act"), other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. [X]

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. []

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price per Unit	Proposed Maximum Aggregate Offering Price(1)	Amount of Registration Fee(1)
Common Stock, par value \$.001 per share.....	5,124,146	\$ 59.28125	\$ 303,765,780	\$ 84,446.89

(1) Estimated solely for the purpose of computing the registration fee required by Section 6(b) of the Securities Act and computed pursuant to Rule 457(a) under the Securities Act. Based upon the average of high and low prices of the Common Stock reported on the New York Stock Exchange for November 5, 1999.

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933 or until this Registration Statement shall become effective on such date as the Commission, acting pursuant to said Section 8(a), may determine.

2

THE INFORMATION IN THIS PROSPECTUS IS NOT COMPLETE AND MAY BE CHANGED. WE MAY NOT SELL THESE SECURITIES UNTIL THE REGISTRATION STATEMENT FILED WITH THE SECURITIES AND EXCHANGE COMMISSION IS EFFECTIVE. THIS PROSPECTUS IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT SOLICITING AN OFFER TO BUY THESE SECURITIES IN ANY STATE WHERE THE OFFER OR SALE IS NOT PERMITTED.

SUBJECT TO COMPLETION, DATED NOVEMBER 12, 1999

PROSPECTUS

5,124,146 SHARES
 JABIL CIRCUIT, INC.
 COMMON STOCK

These shares of common stock are being sold by the selling stockholders listed beginning on page 10. Jabil will not receive any proceeds from the sale of these shares.

Jabil's common stock is traded on the New York Stock Exchange under the symbol "JBL." The last reported sale price on November 11, 1999 was \$65.875 per share.

The common stock may be sold in transactions on the New York Stock Exchange at market prices then prevailing, in negotiated transactions, or otherwise. See "Plan of Distribution."

THIS OFFERING INVOLVES MATERIAL RISKS
 SEE "RISK FACTORS" BEGINNING ON PAGE 4.

Neither the Securities and Exchange Commission nor any state securities

commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.

The date of this prospectus is _____, 1999.

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3

TABLE OF CONTENTS

	PAGE

Questions And Answers About This Offering.....	1
About Jabil.....	1
Forward-Looking Statements.....	3
Risk Factors.....	4
Selling Stockholders.....	10
Plan Of Distribution.....	12
Legal Matters.....	13
Experts.....	13
Where You Can Find Additional Information.....	13
Incorporation Of Certain Documents By Reference.....	14

i

4

QUESTIONS AND ANSWERS ABOUT THIS OFFERING

- Q WHAT IS THE PURPOSE OF THIS OFFERING?
- A. The purpose of this offering is to register the resale of common stock received by the selling stockholders in connection with the acquisition by Jabil of GET Manufacturing, Inc. ("GET") in September 1999. Selling stockholders are required to deliver a copy of this prospectus in connection with any sale of shares.
- Q. ARE THE SELLING STOCKHOLDERS REQUIRED TO SELL THEIR SHARES OF JABIL COMMON STOCK?
- A. No. The selling stockholders are not required to sell their shares of common stock.
- Q. HOW LONG WILL THE SELLING STOCKHOLDERS BE ABLE TO USE THIS PROSPECTUS?
- A. Under the terms of a registration rights agreement, Jabil agreed to keep this prospectus effective for a period expiring on the earlier of (1) the date on which all of the selling stockholders' shares have been sold or (2) the date on which all such shares are eligible for sale pursuant to Rule 144 under the Securities Act of 1933, as amended (the

"Securities Act"). After that, the selling stockholders will no longer be able to use this prospectus to sell their shares.

ABOUT JABIL

We are one of the leading worldwide independent providers of electronic manufacturing services ("EMS"). We design and manufacture electronic circuit board assemblies and systems for major original equipment manufacturers ("OEMs") in the communications, computer peripherals, personal computer, automotive and consumer products industries. We serve our OEM customers with dedicated work cell business units that combine high volume, highly automated continuous flow manufacturing with advanced electronic design and design for manufacturability technologies. Our customers currently include industry leaders such as Cisco Systems, Inc., Gateway 2000, Inc., Hewlett-Packard Company, Johnson Controls, Inc. and Quantum Corporation. For the fiscal year ended August 31, 1999, we achieved net revenues of approximately \$2.0 billion and net income of \$91.5 million.

Subsequent to August 31, 1999, we completed two business combinations. On September 1, 1999, we purchased EFTC Services, Inc., (the "EFTC Acquisition") an electronic product service and repair business. Operating as Jabil Global Services, Inc., we will continue to offer repair and warranty services for existing and future customers from our hub-based operations in Memphis, Tennessee; Louisville, Kentucky; and Tampa, Florida. The acquisition will be recorded as a purchase.

On September 13, 1999, we completed a merger with GET Manufacturing, Inc., (the "GET Merger") a China-based electronics manufacturing services provider. We believe that the acquisition establishes Jabil as a leading EMS provider in China. The operations currently service customers in the computer peripherals, medical instruments, telephony, set-top box and consumer

5

market industries. The transaction will be accounted for as a pooling of interests and, accordingly, our historical consolidated financial statements presented in future reports will be restated to include the accounts and results of operations of GET Manufacturing, Inc.

The EMS industry has experienced rapid growth over the past several years as an increasing number of OEMs have outsourced their manufacturing requirements. OEMs are turning to outsourcing in order to reduce product cost, achieve accelerated time-to-market and time-to-volume production, access advanced design and manufacturing technologies, improve inventory management and purchasing power, reduce their capital investment in manufacturing facilities, and achieve parallel manufacturing of the same product throughout the world. We believe further growth opportunities exist for EMS providers to penetrate the worldwide electronics markets.

We offer our customers complete turnkey EMS solutions that are responsive to their outsourcing needs. Our work cell business units are capable of providing:

- integrated design and engineering services
- component selection, sourcing and procurement
- automated assembly
- design and implementation of product testing
- parallel global production
- systems assembly and direct order fulfillment services
- repair and warranty services

We currently conduct our operations in facilities that are located in the United States, China, Italy, Malaysia, Mexico and Scotland. Our parallel global production strategy provides our customers with the benefits of improved supply-chain management, reduced inventory obsolescence, lowered transportation costs and reduced product fulfillment time.

Our principal executive offices are located at 10560 Ninth Street North, St. Petersburg, Florida 33716, and our telephone number is (727) 577-9749. Our website is located at www.jabil.com. Information contained in our website is not a part of this document.

2

6

FORWARD-LOOKING STATEMENTS

We make "forward-looking statements" within the "safe harbor" provision of the Private Securities Litigation Reform Act of 1995 throughout this prospectus and in the documents we incorporate by reference into this prospectus. You can identify these statements by forward-looking words such as "may," "will," "expect," "anticipate," "believe," "estimate," "plan" and "continue" or similar words. We have based these statements on our current expectations about future events. Although we believe that our expectations reflected in or suggested by our forward-looking statements are reasonable, we cannot assure you that these expectations will be achieved. Our actual results may differ materially from what we currently expect. Important factors which could cause our actual results to differ materially from the forward-looking statements in this prospectus or in the documents that we incorporate by reference into this prospectus are set forth in the "Risk Factors" section of this prospectus, and elsewhere in this prospectus and in the documents that we incorporate by reference into this prospectus.

You should read this prospectus and the documents that we incorporate by reference into this prospectus completely and with the understanding that our actual future results may be materially different from what we expect. We may not update these forward-looking statements, even though our situation will change in the future. All forward-looking statements attributable to us are expressly qualified by these cautionary statements.

3

7

RISK FACTORS

Before you invest in our common stock, you should be aware that the occurrence of any of the events described in this risk factor section and elsewhere in this prospectus could have a material adverse effect on our business, financial condition and results of operations. You should carefully consider these risk factors, together with all of the other information included in this prospectus and in documents we incorporate by reference before you decide to purchase the common stock. You may obtain the information incorporated by reference into this prospectus without charge by following the instructions in the "Where You Can Find More Information" section of this prospectus.

OUR OPERATING RESULTS MAY FLUCTUATE

Our annual and quarterly operating results are affected by a number of factors, including:

- the level and timing of customer orders
- the composition of the costs of sales between materials and labor and manufacturing overhead
- price competition
- our level of experience in manufacturing a particular product
- the degree of automation used in our assembly process
- the efficiencies achieved by us in managing inventories and fixed

assets

- fluctuations in materials costs and availability of materials
- the timing of expenditures in anticipation of increased sales, customer product delivery requirements and shortages of components or labor

The volume and timing of orders placed by our customers vary due to variation in demand for our customers' products, our customers' inventory management, new product introductions and manufacturing strategy changes, and consolidations among our customers. In the past, changes in customer orders have had a significant effect on our results of operations due to corresponding changes in the level of overhead absorption. Any one or a combination of these factors could adversely affect our annual and quarterly results of operations in the future.

WE DEPEND ON A LIMITED NUMBER OF CUSTOMERS

For the fiscal year ended August 31, 1999, our three largest customers accounted for approximately 52.0% of our net revenue and fewer than 20 customers accounted for all of our net revenue. For the fiscal year ended August 31, 1999, Hewlett-Packard Company and Cisco Systems, Inc. accounted for approximately 25.0% and 20.0% of net revenue, respectively. We

4

8

are dependent upon the continued growth, viability and financial stability of our customers whose industries have experienced rapid technological change, short product life cycles, consolidation, and pricing and margin pressures. We expect to continue to depend upon a relatively small number of customers for a significant percentage of our net revenue. A significant reduction in sales to any of our customers, or a customer exerting significant pricing and margin pressures on us, would have a material adverse effect on our results of operations. In the past, some of our customers have terminated their manufacturing arrangements with us or have significantly reduced or delayed the volume of manufacturing services ordered from us. We cannot assure you that present or future customers will not terminate their manufacturing arrangements with us or significantly change, reduce or delay the amount of manufacturing services ordered from us. If they do, it could have a material adverse effect on our results of operations. In addition, we generate significant accounts receivables in connection with providing manufacturing services to our customers. If one or more of our customers were to become insolvent or otherwise were unable to pay for the manufacturing services provided by us, our operating results and financial condition would be adversely affected.

THE VOLUME AND TIMING OF CUSTOMER SALES MAY VARY

The volume and timing of sales to our customers may vary due to:

- variation in demand for our customers' products
- our customers' attempts to manage their inventory
- electronic design changes
- changes in our customers' manufacturing strategy
- acquisitions of or consolidations among customers

Due in part to these factors, most of our customers do not commit to firm production schedules for more than one quarter in advance. Our inability to forecast the level of customer orders with certainty makes it difficult to schedule production and maximize utilization of manufacturing capacity. In the past, we have been required to increase staffing and other expenses in order to meet the anticipated demand of our customers. Anticipated orders from many of our customers have, in the past, failed to materialize or delivery schedules have been deferred as a result of changes in our customers' business needs, thereby adversely affecting our results of operations. On other occasions, our customers have required rapid increases in production, which have placed an

excessive burden on our resources. Such customer order fluctuations and deferrals have had a material adverse effect on us in the past, and we cannot assure you that we will not experience such effects in the future.

WE ARE IN A HIGHLY COMPETITIVE INDUSTRY

The electronic manufacturing services business is highly competitive. We compete against numerous domestic and foreign manufacturers, including SCI Systems, Inc., Solectron

5

9

Corporation, Celestica, Inc. and Flextronics International. In addition, we may in the future encounter competition from other large electronic manufacturers that are selling, or may begin to sell, electronic manufacturing services. Most of our competitors have international operations and some have substantially greater manufacturing, financial, research and development, and marketing resources than us. We also face potential competition from the manufacturing operations of our current and potential customers, who are continually evaluating the merits of manufacturing products internally versus the advantages of outsourcing.

OUR RAPID GROWTH MAY BE DIFFICULT TO MANAGE

We have grown rapidly. Our ability to manage growth effectively will require us to continue to implement and improve our operational, financial and management information systems; continue to develop the management skills of our managers and supervisors; and continue to train, motivate and manage our employees. Our failure to effectively manage growth could have a material adverse effect on our results of operations

WE MAY EXPERIENCE RISKS RELATING TO OUR COMPUTER INTEGRATION

We are in the process of installing a new Enterprise Resource Planning system that will replace the current Manufacturing Resource Planning system and financial information systems. Any delay in the implementation of these new information systems could result in material adverse consequences, including disruption of operations, loss of information and unanticipated increases in cost. See "- We May Experience Year 2000 Risks."

WE MAY ENCOUNTER DIFFICULTIES WITH ACQUISITIONS

We cannot assure you that we will be able to successfully integrate the operations and management of our recent acquisitions. Similarly, we cannot assure you that we will be able to consummate or, if consummated, successfully integrate the operations and management of future acquisitions. Acquisitions involve significant risks which could have a material adverse effect on us, including:

- Financial risks, such as (1) potential liabilities of the acquired businesses; (2) the dilutive effect of the issuance of additional equity securities; (3) the incurrence of additional debt; (4) the financial impact of amortizing goodwill and other intangible assets involved in any acquisitions that are accounted for using the purchase method of accounting; and (5) possible adverse tax and accounting effects.
- Operating risks, such as (1) the diversion of management's attention to the assimilation of the businesses to be acquired; (2) the risk that the acquired businesses will fail to maintain the quality of services that we have historically provided; (3) the need to implement financial and other systems and add management resources; (4) the risk that key employees of the acquired businesses will leave after the acquisition; and (5) unforeseen difficulties in the acquired operations.

6

10

THE AVAILABILITY OF THE MANUFACTURING COMPONENTS WE NEED MAY BE LIMITED

Substantially all of our net revenue is derived from turnkey manufacturing in which we provide materials procurement. While most of our significant long-term customer contracts permit quarterly or other periodic adjustments to pricing based on decreases and increases in component prices and other factors, we typically bear the risk of component price increases that occur between any such repricings or, if such repricing is not permitted, during the balance of the term of the particular customer contract. Accordingly, certain component price increases could adversely affect our gross profit margins. Almost all of the products we manufacture require one or more components that are available from only a single source. Some of these components are allocated from time to time in response to supply shortages. In some cases, supply shortages will substantially curtail production of all assemblies using a particular component. In addition, at various times industry wide shortages of electronic components have occurred, particularly of memory and logic devices. Such circumstances have produced significant levels of short-term interruption of our operations, and may have a material adverse effect on our results of operations in the future.

OUR INTERNATIONAL OPERATIONS MAY BE SUBJECT TO CERTAIN RISKS

We derived 33.0% of our revenues from international operations in fiscal year 1999. We currently operate outside the United States in Bergamo, Italy; Penang, Malaysia; Guadalajara and Tijuana, Mexico; Shenzhen, Dan Shui and Panyu, China; and Livingston, Scotland. Our international operations may be subject to a number of risks, including:

- difficulties in staffing and managing foreign operations
- political and economic instability
- unexpected changes in regulatory requirements and laws
- longer customer payment cycles and difficulty collecting accounts receivable
- export duties, import controls and trade barriers (including quotas)
- governmental restrictions on the transfer of funds to us from our operations outside the United States
- burdens of complying with a wide variety of foreign laws and labor practices
- fluctuations in currency exchange rates, which could affect local payroll, utility and other expenses
- inability to utilize net-operating losses incurred by our foreign operations to reduce our U.S. income taxes

In our experience, entry into new international markets requires considerable management time as well as start-up expenses for market development, hiring and establishing office facilities

before any significant revenues are generated. As a result, initial operations in a new market may operate at low margins or may be unprofitable.

WE DEPEND ON KEY PERSONNEL

Our continued success depends largely on the efforts and skills of our key managerial and technical employees. The loss of the services of certain of these key employees or an inability to attract or retain qualified employees could have a material adverse effect on us. We do not have employment agreements or noncompetition agreements with our key employees.

WE MAY EXPERIENCE YEAR 2000 RISKS

Many existing computer programs use only two digits to identify a year in

the date field. These programs were designed and developed without considering the impact of the upcoming change in the century. If not corrected, many computer applications could fail or create erroneous results by or at the Year 2000. We are actively taking steps to ensure that our global information technology infrastructure and business system applications, manufacturing equipment and systems will be Year 2000 compliant. We are also seeking adequate assurances of Year 2000 compliance from our suppliers, customers, and other third parties with whom we conduct business. We have spent approximately \$1.5 million to date, and intend to spend an additional \$200,000 by December 31, 1999, to address any Year 2000 issues. However, we cannot assure you that our efforts are appropriate, adequate or complete. Based on our assessment of Year 2000 issues, we may face the following concerns:

- We believe our current legacy computer systems are Year 2000 compliant, and we are in the process of replacing them with a new Enterprise Resource Planning system, which we believe is also Year 2000 compliant. As a result of our acquisition efforts, we now foresee a continuing effort to integrate and consolidate acquired systems into our Enterprise Resource Planning System. This process will continue throughout calendar 2000. Any significant failure of these systems could have a material adverse effect on our financial position, results of operations and cash flows.
- We have made recent acquisitions and plan to continue to pursue additional acquisitions. In this regard, we may acquire a business with a significant risk from Year 2000 issues.
- Our business operations utilize an electronic commerce system/electronic data interchange with suppliers and customers to implement a variety of supply chain management programs. While we are actively seeking assurances of Year 2000 compliance from our suppliers and customers, the failure by any one of these third parties to address Year 2000 issues could result in our temporary inability to process these supply chain management programs with such third parties.

As a result of these Year 2000 issues, we may suffer the following consequences:

8

12

- We may experience a significant number of operational inconveniences and inefficiencies that may divert our time, attention and financial and human resources from our ordinary business activities.
- We may suffer serious system failures that may require significant efforts by us or our suppliers, customers, and other third parties, to prevent or alleviate material business disruptions.
- We may experience a significant loss of revenues or incur a significant amount of unanticipated expenses.

WE MUST MAINTAIN OUR TECHNOLOGICAL AND MANUFACTURING PROCESS EXPERTISE

The market for our manufacturing services is characterized by rapidly changing technology and continuing process development. We are continually evaluating the advantages and feasibility of new manufacturing processes. We believe that our future success will depend upon our ability to develop and provide manufacturing services which meet our customers' changing needs, maintain technological leadership, and successfully anticipate or respond to technological changes in manufacturing processes on a cost-effective and timely basis. We cannot assure you that our process development efforts will be successful.

WE ARE SUBJECT TO A VARIETY OF ENVIRONMENTAL LAW COMPLIANCE RESPONSIBILITIES

We are subject to a variety of federal, state, local and foreign environmental regulations relating to the use, storage, discharge and disposal of hazardous chemicals used during our manufacturing process. If we fail to comply with any present and future regulations, we could be subject to future

liabilities or the suspension of production. In addition, such regulations could restrict our ability to expand our facilities or could require us to acquire costly equipment, or to incur other significant expenses to comply with environmental regulations.

CERTAIN EXISTING STOCKHOLDERS WILL HAVE SIGNIFICANT CONTROL OVER THE COMPANY

Our executive officers, directors and principal stockholders and their affiliates collectively and beneficially own 30.7% of our outstanding common stock of which William D. Morean beneficially owns 25.4%. As a result, our executive officers, directors, principal stockholders and their affiliates have significant influence over (1) the election of our Board of Directors, (2) the approval or disapproval of any other matters requiring stockholder approval, and (3) the affairs and policies of Jabil.

OUR STOCK PRICE MAY BE VOLATILE

Our common stock is traded on the New York Stock Exchange. The market price of our common stock has fluctuated substantially in the past and could fluctuate substantially in the future, based on a variety of factors, including future announcements covering us or our key customers or competitors, government regulations, litigation, changes in earnings estimates by analysts, fluctuations in quarterly operating results, or general conditions in the contract manufacturing, communications, computer peripherals, personal computer, automotive or consumer products industries. Furthermore, stock prices for many companies, and high technology companies in particular, fluctuate widely for reasons that may be unrelated to their operating results. Those fluctuations and general economic, political and market conditions, such as recessions or international currency fluctuations and demand for our services, may adversely affect the market price of our common stock.

OUR CERTIFICATE OF INCORPORATION, BYLAWS AND DELAWARE LAW MAY HAVE CERTAIN ANTI-TAKEOVER EFFECTS

The Coporation Law of the State of Delaware and our certificate of incorporation and bylaws each contain provisions which may, in effect, discourage, delay or prevent a change of control of Jabil or unsolicited acquisition proposals from taking place.

WE ARE SENSITIVE TO CHANGES IN INTEREST RATES

We pay interest on outstanding borrowings under our \$225.0 million revolving credit facility at interest rates that fluctuate based upon changes in various base interest rates. As of August 31, 1999, we did not have outstanding borrowings under our revolving credit facility. An adverse change in the base rates upon which our interest rate is determined could have a material adverse effect on our financial position, results of operations and cash flows.

SELLING STOCKHOLDERS

The selling stockholders listed below received their shares of Jabil common stock in connection with the acquisition by Jabil of GET, whereby the selling stockholders exchanged their shares of GET for shares of Jabil.

Except as described in the table, none of the selling stockholders has held any position or office or had a material relationship with Jabil or any of its affiliates within the past three years other than as a result of the ownership of Jabil's common stock. The information is "as of" the date of this prospectus but may be amended or supplemented after this date.

Selling Stockholder	Shares Beneficially Owned (1)	Shares Which May Be Sold Pursuant To This Prospectus (2)	Shares Beneficially Owned After Offering	
			Number	Percent
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Samuel Fang Shin	2,040	2,040	-0-	*
Warley Investments Limited	550,474	550,474	-0-	*
Calver Investments Limited	1,959,275	1,959,275	-0-	*
Broomfleet Investments Limited	552,690	552,690	-0-	*
Tilney Investments Limited	267,247	267,247	-0-	*
Ho Pak Hay	36,990	36,990	-0-	*
Activated Communications Limited				
Partnership	354,333	354,333	-0-	*
Bexley Enterprise Limited	203,150	203,150	-0-	*
Callbooth Limited	685,196	685,196	-0-	*
East Asia Properties Limited	118,110	118,110	-0-	*
Edward Baumann Collins	40,157	40,157	-0-	*
Hung Kai Wing	4,251	4,251	-0-	*
James R. McManus	70,866	70,866	-0-	*
Joseph P. Brown	5,669	5,669	-0-	*
John Constantine	2,834	2,834	-0-	*
Leung Chi Ming, Raymond	12,224	12,224	-0-	*
Leung Yuet Han, Winnie	3,011	3,011	-0-	*
Loong Sai Ying, Max	30,118	30,118	-0-	*
Mak Kam Chuen	3,543	3,543	-0-	*
Promars Holdings Limited	30,118	30,118	-0-	*
Tsang Wing Kwong, Simon	1,417	1,417	-0-	*
Wong Kin Fai	5,314	5,314	-0-	*
Upgrade Inc.	55,047	55,047	-0-	*
E. Bulkeley Griswold	30,118	30,118	-0-	*
L&L Capital Partners, LLC	3,543	3,543	-0-	*
Edward John Hayes	49,015	49,015	-0-	*
Godfrey Fong	10,629	10,629	-0-	*
James Richard Buckley	23,031	23,031	-0-	*
Gary C. Puckett	17,716	17,716	-0-	*
Jeff Bloch	8,858	8,858	-0-	*
Linarado Lopez	1,846	1,846	-0-	*
Ernst Gemassmer	1,174	1,174	-0-	*
Banbury Enterprises Ltd.	5,905	5,905	-0-	*
Kevin Tang Chiu Fung	3,543	3,543	-0-	*
Peter Mohrhardt	177	177	-0-	*
Barbara Kusa	88	88	-0-	*
John Zimmerman	4,429	4,429	-0-	*

10

14

* less than 1%.

- (1) Includes any shares as to which the individual has sole or shares voting power or investment power and also any shares which the individual has the right to acquire within 60 days of the date of this prospectus through the exercise of any stock option or other right. Unless otherwise indicated in the footnotes, each person has sole voting and investment power (or shares such powers with his or her spouse) with respect to the shares shown as beneficially owned.
- (2) See "Plan of Distribution."

11

15

PLAN OF DISTRIBUTION

The common stock covered by this prospectus may be offered and sold from time to time by the selling stockholders, including in one or more of the following transactions:

- on the New York Stock Exchange;
- in transactions other than on the New York Stock Exchange;
- in connection with short sales;
- by pledge to secure debts and other obligations;

- in connection with the writing of options, in hedge transactions, and in settlement of other transactions in standardized or over-the-counter options;
- in a combination of any of the above transactions; or
- pursuant to Rule 144 under the Securities Act, assuming the availability of an exemption from registration.

The selling stockholders may sell their shares at market prices prevailing at the time of sale, at prices related to prevailing market prices, at negotiated prices, or at fixed prices.

Broker-dealers that are used to sell shares will either receive discounts or commissions from the selling stockholders, or will receive commissions from the purchasers for whom they acted as agents.

The sale of common stock by the selling shareholders is subject to compliance by the selling stockholders with certain contractual restrictions with Jabil including certain restrictions contained in a registration rights agreement between Jabil and the selling stockholders. There can be no assurance that the selling stockholders will sell all or any of the common stock.

Jabil has agreed to keep this prospectus effective for a period expiring on the earlier of (1) the date on which all of the selling stockholders' shares have been sold or (2) the date on which all such shares are eligible for sale pursuant to Rule 144 under the Securities Act. Jabil intends to deregister any of the common stock not sold by the selling stockholders immediately after the expiration of such period.

Jabil and the selling stockholders have agreed to customary indemnification obligations with respect to the sale of common stock by use of this prospectus.

LEGAL MATTERS

Certain legal matters with respect to the validity of the shares offered hereby will be passed upon for Jabil by Holland & Knight LLP, Tampa, Florida.

EXPERTS

The consolidated financial statements of Jabil as of August 31, 1999 and 1998 and for each of the years in the three-year period ended August 31, 1999, have been incorporated by reference herein and in the registration statement in reliance upon the report of KPMG LLP, independent certified public accountants, incorporated by reference herein, and upon the authority of said firm as experts in accounting and auditing.

WHERE YOU CAN FIND ADDITIONAL INFORMATION

We file annual, quarterly and special reports, proxy statements and other information with the SEC. Those reports, proxy statements and other information may be obtained:

- At the Public Reference Room of the SEC, Room 1024-Judiciary Plaza, 450 Fifth Street, N.W., Washington, D.C. 20549;
- At the public reference facilities at the SEC's regional offices located at Seven World Trade Center, 13th Floor, New York, New York 10048 or Northwestern Atrium Center, 500 West Madison Street, Suite 1400, Chicago, Illinois 60661;
- From the SEC, Public Reference Section, Judiciary Plaza, 450 Fifth Street, N.W., Washington, D.C. 20549;
- At the offices of The New York Stock Exchange, 20 Broad Street, New

York, New York 10005; and

- From the Internet site maintained by the SEC at <http://www.sec.gov>, which contains reports, proxy and information statements and other information regarding issuers that file electronically with the SEC.

Some locations may charge prescribed or modest fees for copies.

INCORPORATION OF CERTAIN DOCUMENTS BY REFERENCE

The SEC allows us to "incorporate by reference" the information we file with them, which means that we can disclose important information to you by referring you to those documents. The information incorporated by reference is an important part of this prospectus, and information that we file later with the SEC will automatically update and supersede this information. We incorporate by reference the following documents:

- Annual Report on Form 10-K for the year ended August 31, 1999 (including information specifically incorporated by reference into our Form 10-K from our definitive Proxy Statement).
- Current Report on Form 8-K filed with the SEC on September 28th, 1999.
- The description of Jabil's common stock contained in Jabil's registration statement on Form 8-A dated March 3, 1993, filed pursuant to Section 12(g) of the Securities and Exchange Act of 1934.
- All documents subsequently filed by the Registrant pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934 shall be deemed to be incorporated by reference in this prospectus and to be part hereof from the date of filing of such documents.
- All documents filed by the Registrant after the date of filing the initial registration statement on Form S-3 of which this prospectus forms a part and prior to the effectiveness of such registration statement pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934 shall be deemed to be incorporated by reference into this prospectus and to be part hereof from the date of filing of such documents.

On request we will provide at no cost to each person, including any beneficial owner who receives a copy of this prospectus, a copy of any or all of the documents incorporated in this prospectus by reference. We will not provide exhibits to any of such documents, however, unless such exhibits are specifically incorporated by reference into those documents. Written or telephone requests for such copies should be addressed to Jabil's principal executive offices, attention: Beth A. Walters, Vice President - Communications, 10560 Ninth Street North, St. Petersburg, Florida 33716, telephone number (727) 577-9749.

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5,124,146 SHARES

JABIL CIRCUIT, INC.

COMMON STOCK

PROSPECTUS

, 1999

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19

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

ITEM 14. OTHER EXPENSES OF ISSUANCE AND DISTRIBUTION.

Set forth below is an estimate (other than the Securities and Exchange Commission Registration Fee) of the fees and expenses all of which are payable by the Registrant, in connection with the registration and sale of the securities being registered:

Securities and Exchange Commission Registration Fee.....	\$ 84,446.89
Legal Fees and Expenses.....	15,000.00
Accounting Fees and Expenses.....	10,000.00
Printing, Engraving and Mailing Expenses.....	3,000.00
Miscellaneous.....	2,553.11
	=====
Total.....	115,000.00

ITEM 15. INDEMNIFICATION OF DIRECTORS AND OFFICERS.

As authorized by Section 145 of the General Corporation Law of the State

of Delaware ("DGCL"), each director and officer of the Registrant may be indemnified by the Registrant against expenses (including attorney's fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred in connection with the defense or settlement of any threatened, pending or completed legal proceedings in which he is involved by reason of the fact that he is or was a director or officer of the Registrant if he acted in good faith and in a manner that he reasonably believed to be in or not opposed to the best interests of the Registrant and, with respect to any criminal action or proceeding, if he had no reasonable cause to believe that his conduct was unlawful. If the legal proceeding, however, is by or in the right of the Registrant, the director or officer may not be indemnified in respect of any claim, issue or matter as to which he shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Registrant unless a court determines otherwise.

Article Tenth of the Registrant's Certificate of Incorporation provides for mandatory indemnification of the Registrant's directors, officers and employees and Article VI of the Registrant's Bylaws provide for permissible indemnification of other agents to the maximum extent permitted by the DGCL. The Registrant has entered into Indemnification Agreements with its officers and directors with further indemnification to the maximum extent permitted by the DGCL.

The general effect of the foregoing provisions may be to reduce the circumstances in which an officer or director may be required to bear the economic burden of the foregoing liabilities and expense.

11-1

20

ITEM 16. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) Exhibits:

Exhibit Number -----	Description -----
5.1	Opinion of Holland & Knight LLP.
23.1	Consent of KPMG LLP, Independent auditors.
23.2	Consent of Holland & Knight LLP (included in Exhibit 5.1).
24.1	Power of Attorney of certain directors and officers of Jabil (set forth on the signature page of this registration statement).

ITEM 17. UNDERTAKINGS

The undersigned Registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this Registration Statement:

- (i) To include any prospectus required by Section 10(a)(3) of the Securities Act,
- (ii) To reflect in the prospectus any facts or events arising after the effective date of the Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the Registration Statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if,

in the aggregate, the changes in volume and price represent no more than a 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective Registration Statement,

- (iii) To include any material information with respect to the plan of distribution not previously disclosed in the Registration Statement or any material change to such information in the Registration Statement;

provided, however, that paragraphs 1(i) and 1(ii) do not apply if the information required to be included in a post-effective amendment by such clauses is contained in periodic reports filed with or furnished to the Securities and Exchange Commission by the Registrant pursuant to Section 13 or Section 15(d) of the Exchange Act that are incorporated by reference in the Registration Statement.

11-2

21

- (2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed a new Registration Statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.
- (3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.
- (4) That, for purposes of determining any liability under the Securities Act, each filing of the Registrant's annual report pursuant to Section 13(a) or Section 15(d) of the Exchange Act that is incorporated by reference in this Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to its Certificate of Incorporation, Bylaws, by agreement or otherwise, the Registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

11-3

22

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in St. Petersburg, Florida on November 12, 1999.

JABIL CIRCUIT, INC.

By: /s/ Timothy L. Main

Timothy L. Main
November 12, 1999

POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS that each individual whose signature appears below constitutes and appoints Timothy L. Main and Chris A. Lewis, and each of them, as his true and lawful attorneys-in-fact and agents, each with the power of substitution, for him and in his name, place and stead, in any and all capacities, to sign the Registration Statement filed herewith and any and all amendments (including post-effective amendments) to this Registration Statement, and to sign any registration statement for the same offering covered by this Registration Statement that is to be effective upon filing pursuant to Rule 462(b) promulgated under the Securities Act of 1933, and all post-effective amendments thereto, and to file the same, with all exhibits thereto and all documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the foregoing, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or his or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed by the following persons in the capacities indicated on November 12, 1999.

Signature

Title

/s/ William D. Morean

William D. Morean

Chairman of the Board of Directors and
Chief Executive Officer
(Principal Executive Officer)

/s/ Chris A. Lewis

Chris A. Lewis

Chief Financial Officer (Principal Financial
and Accounting Officer)

11-4

Signature

Title

/s/ Thomas A. Sansone

Thomas A. Sansone

Vice Chairman of the Board of Directors
and Director

/s/ Timothy L. Main ----- Timothy L. Main	President
/s/ Lawrence J. Murphy ----- Lawrence J. Murphy	Director
/s/ Mel S. Lavitt ----- Mel S. Lavitt	Director
/s/ Steven A. Raymund ----- Steven A. Raymund	Director
/s/ Frank A. Newman ----- Frank A. Newman	Director

EXHIBIT INDEX

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23.2	Consent of Holland & Knight LLP (included in Exhibit 5.1).
24.1	Power of Attorney of certain directors and officers of Jabil (set forth on the signature page of this registration statement).

November 12, 1999

Jabil Circuit, Inc.
10560 9th Street North
St. Petersburg, Florida 33716

Re: Registration Statement on Form S-3

Gentlemen:

We refer to the Registration Statement (the "Registration Statement") on Form S-3, filed by Jabil Circuit, Inc. (the "Company") with the Securities and Exchange Commission for the purpose of registering under the Securities Act of 1933 (the "Securities Act") an aggregate amount of 5,124,146 shares (the "Shares") of authorized common stock, par value \$.001 per share, of the Company being offered for sale for the benefit of the selling stockholders named in the Registration Statement. We understand that the Shares are to be sold from time to time on the New York Stock Exchange at prevailing prices or as otherwise described in the Registration Statement.

In connection with the above registration, we have acted as counsel for the Company, and have examined originals, or copies certified to our satisfaction, of all such corporate records of the Company, certificates of public officials and representatives of the Company, and other documents as we deemed necessary to require as a basis for the opinion expressed below.

Based upon the foregoing, and having regard for legal considerations that we deem relevant, it is our opinion that the Shares are duly authorized, legally issued, fully paid and non-assessable.

We hereby consent to the filing of this opinion as Exhibit 5.1 to the Registration Statement and to the reference to this firm under the caption "Legal Matters" contained in the prospectus filed as part of the Registration Statement, and any amendments thereto. In giving such consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act.

Very truly yours,

HOLLAND & KNIGHT LLP

INDEPENDENT AUDITORS' CONSENT

The Board of Directors
Jabil Circuit, Inc.:

We consent to the use of our report incorporated herein by reference and to the reference to our firm under the heading "Experts" in the prospectus.

/s/ KPMG LLP
St. Petersburg, Florida
November 12, 1999