

ARROW ELECTRONICS INC  
Form 8-K  
October 31, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 31, 2012

ARROW ELECTRONICS, INC.  
(Exact Name of Registrant as Specified in Charter)

|                                                   |                          |                                   |
|---------------------------------------------------|--------------------------|-----------------------------------|
| NEW YORK                                          | 1-4482                   | 11-1806155                        |
| (State or Other Jurisdiction of<br>Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

7459 SOUTH LIMA STREET, ENGLEWOOD, COLORADO 80112  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (303) 824-4000

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 20.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 31, 2012, the Registrant issued a press release announcing its third quarter 2012 earnings. A copy of the press release is attached hereto as an Exhibit 99.1. In that press release registrant made reference to a CFO commentary that supplemented the company's earnings release. A copy of the CFO commentary is attached hereto as Exhibit 99.2.

The information in this Current Report on Form 8-K and the Exhibit attached hereto is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) EXHIBITS

- 99.1 Earnings press release dated October 31, 2012.
- 99.2 Third Quarter 2012 CFO Commentary

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ARROW ELECTRONICS, INC.

Date: October 31, 2012

By: /s/ Peter S. Brown  
Name: Peter S. Brown  
Title: Senior Vice President

EXHIBIT INDEX

| Exhibit | Description                                                                         |
|---------|-------------------------------------------------------------------------------------|
| 99.1    | Earnings press release issued by Arrow Electronics, Inc., dated October 31, 2012.   |
| 99.2    | Third Quarter CFO Commentary issued by Arrow Electronics, Inc. on October 31, 2012. |