

REILLY PAUL J  
Form 4  
February 08, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
REILLY PAUL J

2. Issuer Name and Ticker or Trading Symbol  
ARROW ELECTRONICS INC  
[ARW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
ARROW ELECTRONICS, INC., 50  
MARCUS DRIVE

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/06/2012

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive Vice President & CFO

(Street)  
MELVILLE, NY 11747

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code V  | Amount  |  |   |
| Common Stock                    | 02/06/2012                           |  | M                              | 10,000  | A \$ 26.45  | 137,404  | D   |
| Common Stock                    | 02/06/2012                           |  | M                              | 10,000  | A \$ 13.85  | 147,404  | D   |
| Common Stock                    | 02/06/2012                           |  | S                              | 1,900   | D \$ 41.94  | 145,504  | D   |
| Common Stock                    | 02/06/2012                           |  | S                              | 200   | D \$ 41.93  | 145,304  | D   |
| Common Stock                    | 02/06/2012                           |  | S                              | 800   | D \$ 41.92  | 144,504  | D   |

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|              |            |   |       |   |          |         |   |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 02/06/2012 | S | 400   | D | \$ 41.91 | 144,104 | D |
| Common Stock | 02/06/2012 | S | 1,900 | D | \$ 41.9  | 142,204 | D |
| Common Stock | 02/06/2012 | S | 3,200 | D | \$ 41.89 | 139,004 | D |
| Common Stock | 02/06/2012 | S | 2,707 | D | \$ 41.88 | 136,297 | D |
| Common Stock | 02/06/2012 | S | 900   | D | \$ 41.87 | 135,397 | D |
| Common Stock | 02/06/2012 | S | 500   | D | \$ 41.86 | 134,897 | D |
| Common Stock | 02/06/2012 | S | 500   | D | \$ 41.85 | 134,397 | D |
| Common Stock | 02/06/2012 | S | 900   | D | \$ 41.84 | 133,497 | D |
| Common Stock | 02/06/2012 | S | 5,993 | D | \$ 41.83 | 127,504 | D |
| Common Stock | 02/06/2012 | S | 100   | D | \$ 41.82 | 127,404 | D |

Common Stock 3,696,249 I

Held in the Company's Employee Stock Ownership Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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.**

SEC 1474 (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 Amount of Underlying Securities (Instr. 3 and 4) |       |                  |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title | Amount or Number |

Employee  
Stock  
Option  
(right to  
buy)

\$ 26.45

02/06/2012

M

10,000

02/27/2003

02/27/2012

Common  
Stock

10,000

Employee  
Stock  
Option  
(right to  
buy)

\$ 13.85

02/06/2012

M

10,000

02/27/2004

02/27/2013

Common  
Stock

10,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

REILLY PAUL J  
ARROW ELECTRONICS, INC.  
50 MARCUS DRIVE  
MELVILLE, NY 11747

Executive Vice President & CFO

## Signatures

Jade E. Osorio,  
Attorney-in-fact

02/08/2012

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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