

ARROW ELECTRONICS INC  
 Form 5  
 February 11, 2015

# FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 Morris Mary Catherine

(Last) (First) (Middle)

C/O ARROW ELECTRONICS,  
 INC., 9201 EAST DRY CREEK  
 ROAD

(Street)

CENTENNIAL, CO 80112

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Senior VP & CSO

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (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		
Common Stock (1)	^	^	^	^	^	^	19,985	D	^
Common Stock	^	^	^	^	^	^	1,918.635	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.**

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(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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Employee Stock Option (right to buy)	\$ 38.29	Â	Â	Â	Â	Â	02/28/2008	02/28/2017	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 32.61	Â	Â	Â	Â	Â	02/28/2009	03/01/2018	Common Stock	13,800
Employee Stock Option (right to buy)	\$ 28.34	Â	Â	Â	Â	Â	02/25/2011	02/25/2020	Common Stock	3,892
Employee Stock Option (right to buy)	\$ 38.69	Â	Â	Â	Â	Â	02/24/2012	02/24/2021	Common Stock	5,731
Employee Stock Option (right to buy)	\$ 40.15	Â	Â	Â	Â	Â	02/21/2013	02/19/2022	Common Stock	9,857
	\$ 41.56	Â	Â	Â	Â	Â	02/19/2014	02/17/2023		12,635

