

ARROW ELECTRONICS INC

Form 4

April 04, 2006

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MITCHELL WILLIAM

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)
04/03/2006

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

(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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	04/03/2006		M ⁽¹⁾		50,000	A	\$ 12.18	68,750	D
Common Stock	04/03/2006		S ⁽¹⁾		600	D	\$ 33.3	68,150	D
Common Stock	04/03/2006		S ⁽¹⁾		600	D	\$ 33.28	67,550	D
Common Stock	04/03/2006		S ⁽¹⁾		400	D	\$ 33.27	67,150	D
Common Stock	04/03/2006		S ⁽¹⁾		300	D	\$ 33.26	66,850	D

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Common Stock	04/03/2006	<u>S</u> (1)	1,800	D	\$ 33.25	65,050	D
Common Stock	04/03/2006	<u>S</u> (1)	100	D	\$ 33.24	64,950	D
Common Stock	04/03/2006	<u>S</u> (1)	100	D	\$ 33.19	64,850	D
Common Stock	04/03/2006	<u>S</u> (1)	2,100	D	\$ 33.18	62,750	D
Common Stock	04/03/2006	<u>S</u> (1)	1,200	D	\$ 33.17	61,550	D
Common Stock	04/03/2006	<u>S</u> (1)	4,100	D	\$ 33.15	57,450	D
Common Stock	04/03/2006	<u>S</u> (1)	900	D	\$ 33.14	56,550	D
Common Stock	04/03/2006	<u>S</u> (1)	200	D	\$ 33.13	56,350	D
Common Stock	04/03/2006	<u>S</u> (1)	1,100	D	\$ 33.12	55,250	D
Common Stock	04/03/2006	<u>S</u> (1)	500	D	\$ 33.1	54,750	D
Common Stock	04/03/2006	<u>S</u> (1)	3,400	D	\$ 33.09	51,350	D
Common Stock	04/03/2006	<u>S</u> (1)	2,500	D	\$ 33.08	48,850	D
Common Stock	04/03/2006	<u>S</u> (1)	3,000	D	\$ 33.07	45,850	D
Common Stock	04/03/2006	<u>S</u> (1)	3,800	D	\$ 33.06	42,050	D
Common Stock	04/03/2006	<u>S</u> (1)	2,000	D	\$ 33.05	40,050	D
Common Stock	04/03/2006	<u>S</u> (1)	2,000	D	\$ 33.04	38,050	D
Common Stock	04/03/2006	<u>S</u> (1)	1,500	D	\$ 33.03	36,550	D
Common Stock	04/03/2006	<u>S</u> (1)	1,000	D	\$ 33.01	35,550	D
Common Stock	04/03/2006	<u>S</u> (1)	3,100	D	\$ 33	32,450	D
Common Stock	04/03/2006	<u>S</u> (1)	600	D	\$ 32.97	31,850	D
	04/03/2006	<u>S</u> (1)	500	D	\$ 32.9	31,350	D

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Common
Stock

Common Stock	04/03/2006	<u>S</u> ⁽¹⁾	600	D	\$ 32.88	30,750	D
Common Stock	04/03/2006	<u>S</u> ⁽¹⁾	1,000	D	\$ 32.86	29,750	D
Common Stock	04/03/2006	<u>S</u> ⁽¹⁾	300	D	\$ 32.85	29,450	D
Common Stock	04/03/2006	<u>S</u> ⁽¹⁾	800	D	\$ 32.84	28,650 ⁽²⁾	D

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Employee Stock Option (right to buy)	\$ 12.18	04/03/2006		M ⁽¹⁾		50,000		02/03/2004	02/03/2013	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MITCHELL WILLIAM ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747	X		President and CEO	

Signatures

Lori McGregor
Attorney-in-fact

04/04/2006

__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).
- (1) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 8, 2006.
 - (2) This is the first of two Form 4's reporting transactions occurring on April 3, 2006.

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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