Edgar Filing: MILLS KAREN G - Form 4

MILLS KAREN Form 4	1 G								
November 16, 2	2004								
FORM 4 Check this box if no longer subject to Section 16. Form 5 obligations may continue. See Instruction 1(b). IN ITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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									NPPROVAL 3235-0287
								Estimated burden hoi response	Estimated average burden hours per response 0.5
(Print or Type Resp	oonses)								
1. Name and Address of Reporting Person <u>*</u> MILLS KAREN G			2. Issuer Name and Ticker or Trading Symbol ARROW ELECTRONICS INC [ARW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) ARROW ELEC MARCUS DRI	CTRONICS, I	Middle) NC., 50	3. Date of Earliest Transaction (Month/Day/Year) 11/15/2004			X Director Officer (giv below)		% Owner ner (specify	
MELVILLE, N	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
	(State)	(7 in)					Person		
	Transaction Date	Execution any	ed Date, if	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	ties (A) or of (D) 4 and 5) (A) or	Acquired, Disposed 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect
					Amount				
Reminder: Report o	on a separate line	e for each cl	ass of sec	urities bene	Perso infor requi	ons who re nation con red to resp ays a curre	or indirectly. spond to the collect itained in this forn bond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)
	Tab					sposed of, or convertible	r Beneficially Owner securities)	d	

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/ Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ay/Year)	(Instr. 3 and	4)
				Code V	(A)	(D) Date Exercisab	Expiration e Date	Title	Amount or Number of Shares
Phantom Stock	<u>(1)</u>	11/15/2004		А	402.7386	(1)	(1)	Common Stock	402.7386

Reporting Owners

Reporting Owner Name / Address	Relationships						
L O	Director	10% Owner	Officer	Other			
MILLS KAREN G ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747	Х						
Signatures							
Lori McGregor, Attorney-in-fact	11/16	5/2004					
<u>**</u> Signature of Reporting Person	Da	ate					
Evelowether of Dee							

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).

Phantom Stock issued under the Arrow Electronics, Inc. 2004 Omnibus Incentive Plan and settled by issuance of Common Stock on a 1
 (1) for 1 basis, following termination of services as a Director, the occurrence of an unforeseeable emergency or a change in control as defined in the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.