

ARROW ELECTRONICS INC
Form 4
March 02, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FANELLI GERMANO

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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2006

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Vice President

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	02/28/2006		M		5,000	A	\$ 25.85
Common Stock	02/28/2006		M		10,000	A	\$ 26.45
Common Stock	02/28/2006		M		6,000	A	\$ 24.6
Common Stock	02/28/2006		M		2,500	A	\$ 13.85
Common Stock	02/28/2006		S		100	D	\$ 34.44

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Common Stock	02/28/2006	S	600	D	\$ 34.45	44,800	D
Common Stock	02/28/2006	S	600	D	\$ 34.46	44,200	D
Common Stock	02/28/2006	S	400	D	\$ 34.47	43,800	D
Common Stock	02/28/2006	S	2,200	D	\$ 34.48	41,600	D
Common Stock	02/28/2006	S	2,300	D	\$ 34.49	39,300	D
Common Stock	02/28/2006	S	1,000	D	\$ 34.5	38,300	D
Common Stock	02/28/2006	S	1,200	D	\$ 34.56	37,100	D
Common Stock	02/28/2006	S	800	D	\$ 34.57	36,300	D
Common Stock	02/28/2006	S	900	D	\$ 34.58	35,400	D
Common Stock	02/28/2006	S	100	D	\$ 34.59	35,300	D
Common Stock	02/28/2006	S	1,100	D	\$ 34.6	34,200	D
Common Stock	02/28/2006	S	800	D	\$ 34.61	33,400	D
Common Stock	02/28/2006	S	700	D	\$ 34.62	32,700	D
Common Stock	02/28/2006	S	5,200	D	\$ 34.64	27,500	D
Common Stock	02/28/2006	S	1,500	D	\$ 34.65	26,000	D
Common Stock	02/28/2006	S	1,600	D	\$ 34.66	24,400	D
Common Stock	02/28/2006	S	100	D	\$ 34.67	24,300	D
Common Stock	02/28/2006	S	1,100	D	\$ 34.72	23,200	D
Common Stock	02/28/2006	S	700	D	\$ 34.73	22,500	D
Common Stock	02/28/2006	S	300	D	\$ 34.74	22,200	D
	02/28/2006	S	200	D		22,000	D

Common Stock \$ 34.79

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

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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 Shares
Employee Stock Option (right to buy)	\$ 25.85	02/28/2006		M	5,000	02/21/2002	02/21/2011	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 26.45	02/28/2006		M	10,000	02/27/2003	02/27/2012	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 24.6	02/28/2006		M	6,000	02/27/2005	02/27/2014	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 13.85	02/28/2006		M	2,500	02/27/2004	02/27/2013	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

FANELLI GERMANO
ARROW ELECTRONICS, INC.
50 MARCUS DRIVE
MELVILLE, NY 11747

Vice President

Signatures

Lori McGregor,
Attorney-in-fact

03/02/2006

__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).

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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