

ARROW ELECTRONICS INC

Form 4

April 20, 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)

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

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

**ARROW ELECTRONICS, INC., 50  
MARCUS DRIVE**

**04/20/2006**

**President and CEO**

(Street)

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

**MELVILLE, NY 11747**

(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	04/20/2006		M <sup>(1)</sup>		15,000	A \$ 12.18	33,750	D	
Common Stock	04/20/2006		S <sup>(1)</sup>		300	D \$ 36.25	33,450	D	
Common Stock	04/20/2006		S <sup>(1)</sup>		500	D \$ 36.21	32,950	D	
Common Stock	04/20/2006		S <sup>(1)</sup>		1,100	D \$ 36.15	31,850	D	
Common Stock	04/20/2006		S <sup>(1)</sup>		1,500	D \$ 36.14	30,350	D	

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Common Stock	04/20/2006	S <sup>(1)</sup>	300	D	\$ 35.91	30,050	D	
Common Stock	04/20/2006	S <sup>(1)</sup>	2,700	D	\$ 35.9	27,350	D	
Common Stock	04/20/2006	S <sup>(1)</sup>	1,000	D	\$ 35.8	26,350	D	
Common Stock	04/20/2006	S <sup>(1)</sup>	3,000	D	\$ 35.76	23,350	D	
Common Stock	04/20/2006	S <sup>(1)</sup>	1,600	D	\$ 35.71	21,750	D	
Common Stock	04/20/2006	S <sup>(1)</sup>	3,000	D	\$ 35.7	18,750	D	
Common Stock						11,950	I	by trust
Common Stock						468.226	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Share
Employee Stock Option (right to buy)	\$ 12.18	04/20/2006		M <sup>(1)</sup>	15,000	02/03/2004 02/03/2013	Common Stock 15,000

## 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	04/20/2006
<u>                    </u> 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.

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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