

REILLY PAUL J
Form 4
February 08, 2012

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
REILLY PAUL J

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)
02/06/2012

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Executive Vice President & CFO

(Street)
MELVILLE, NY 11747

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
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	02/06/2012		M		10,000	A \$ 26.45	137,404	D	
Common Stock	02/06/2012		M		10,000	A \$ 13.85	147,404	D	
Common Stock	02/06/2012		S		1,900	D \$ 41.94	145,504	D	
Common Stock	02/06/2012		S		200	D \$ 41.93	145,304	D	
Common Stock	02/06/2012		S		800	D \$ 41.92	144,504	D	

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Common Stock	02/06/2012	S	400	D	\$ 41.91	144,104	D
Common Stock	02/06/2012	S	1,900	D	\$ 41.9	142,204	D
Common Stock	02/06/2012	S	3,200	D	\$ 41.89	139,004	D
Common Stock	02/06/2012	S	2,707	D	\$ 41.88	136,297	D
Common Stock	02/06/2012	S	900	D	\$ 41.87	135,397	D
Common Stock	02/06/2012	S	500	D	\$ 41.86	134,897	D
Common Stock	02/06/2012	S	500	D	\$ 41.85	134,397	D
Common Stock	02/06/2012	S	900	D	\$ 41.84	133,497	D
Common Stock	02/06/2012	S	5,993	D	\$ 41.83	127,504	D
Common Stock	02/06/2012	S	100	D	\$ 41.82	127,404	D

Common Stock 3,696.249 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.

SEC 1474 (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

Employee

Stock

Option \$ 26.45 02/06/2012
(right to
buy)

M

10,000 02/27/2003 02/27/2012

Common
Stock

10,000

Employee

Stock

Option \$ 13.85 02/06/2012
(right to
buy)

M

10,000 02/27/2004 02/27/2013

Common
Stock

10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REILLY PAUL J ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747			Executive Vice President & CFO	

Signatures

Jade E. Osorio,
Attorney-in-fact 02/08/2012

__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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