

AVNET INC  
Form DEFA14A  
November 03, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14A  
(RULE 14a-101)  
INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14 (a) of the  
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 14a-12

**AVNET, INC.**  
**(Name of Registrant as Specified in its Charter)**  
**N/A**

**(Name of Person(s) Filing Proxy Statement,  
if Other Than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11:

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

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Fee paid previously with preliminary materials.

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(1) Amount previously paid:

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**Explanatory Statement**

This supplements a statement in the proxy statement of Avnet, Inc., filed with the Securities and Exchange Commission on September 24, 2010, for Avnet's 2010 annual meeting of shareholders. The paragraph immediately above the director compensation table on page 44 of the proxy statement presently reads: The following table shows the total dollar value of all fees earned by and paid in cash to all non-employee directors in fiscal 2010 and the expense recorded by Avnet for financial statement reporting purposes with respect to stock awards to non-employee directors in connection with in fiscal 2010.

This deletes that sentence and replaces it with the following sentence: The following table shows the total dollar value of all fees earned by and paid in cash to all non-employee directors in fiscal 2010 and the aggregate grant date fair value of stock awards to non-employee directors in connection with fiscal 2010 computed in accordance with FASB ASC Topic 718.

The deletion and replacement does not change any of the figures set forth in the table which is referred to in the sentence, nor does it effect any other change or revision to the proxy statement.