

ARROW ELECTRONICS INC

Form 5

February 08, 2005

FORM 5**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).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
MCNALLY BRIAN

(Last) (First) (Middle)

ARROW ELECTRONICS,
INC., 50 MARCUS DRIVE

(Street)

2. Issuer Name and Ticker or Trading
Symbol
ARROW ELECTRONICS INC
[ARW]3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20045. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice President4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Reporting
(check applicable line)

MELVILLE, NY 11747

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	Â	Â	Â	Â	Â	Â	33,800	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	6,534.597	I	Held in the Company's Employee Stock Ownership Plan

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

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SEC 2270
(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)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20.9375	Â	Â	Â	Â Â	02/13/1997	02/13/2006	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 26.0625	Â	Â	Â	Â Â	12/13/1997	12/13/2006	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 32.25	Â	Â	Â	Â Â	12/18/1998	12/18/2007	Common Stock	3,500
Employee Stock Option (right to buy)	\$ 15.4375	Â	Â	Â	Â Â	03/03/2000	03/03/2009	Common Stock	7,500
Employee Stock Option (right to buy)	\$ 20.375	Â	Â	Â	Â Â	12/15/2000	12/15/2009	Common Stock	7,500
Employee Stock Option	\$ 25.85	Â	Â	Â	Â Â	02/21/2002	02/21/2011	Common Stock	7,500

(right to
buy)

Employee

Stock

Option	\$ 26.45	Â		Â		Â		Â	02/27/2003	02/27/2012	Common Stock	10,000
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(right to
buy)

Employee

Stock

Option	\$ 13.85	Â		Â		Â		Â	02/27/2004	02/27/2013	Common Stock	10,000
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(right to
buy)

Employee

Stock

Option	\$ 24.6	Â		Â		Â		Â	02/27/2005	02/27/2014	Common Stock	12,000
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(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCNALLY BRIAN ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747	Â	Â	Â Vice President	Â

Signatures

Lori McGregor, Attorney-in-fact	02/08/2005
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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) Includes shares subject to the vesting provisions of the Company's Restricted Stock Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.