

BROWN PETER S

Form 4

December 03, 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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BROWN PETER S**

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)  
**11/30/2012**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**Senior VP & General Counsel**

(Street)  
**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                    | 11/30/2012                           |                                                    | S                              |                                                                   | 200    | D          | \$ 37.37                                                                                      | 30,612                                                   | D                                                     |
| Common Stock                    | 11/30/2012                           |                                                    | S                              |                                                                   | 1,200  | D          | \$ 37.38                                                                                      | 29,412                                                   | D                                                     |
| Common Stock                    | 11/30/2012                           |                                                    | S                              |                                                                   | 202    | D          | \$ 37.39                                                                                      | 29,210                                                   | D                                                     |
| Common Stock                    | 11/30/2012                           |                                                    | S                              |                                                                   | 995    | D          | \$ 37.4                                                                                       | 28,215                                                   | D                                                     |
| Common Stock                    | 11/30/2012                           |                                                    | S                              |                                                                   | 503    | D          | \$ 37.41                                                                                      | 27,712                                                   | D                                                     |

Edgar Filing: BROWN PETER S - Form 4

|                             |            |   |     |   |           |        |   |
|-----------------------------|------------|---|-----|---|-----------|--------|---|
| Common Stock                | 11/30/2012 | S | 703 | D | \$ 37.42  | 27,009 | D |
| Common Stock                | 11/30/2012 | S | 200 | D | \$ 37.426 | 26,809 | D |
| Common Stock <sup>(1)</sup> | 11/30/2012 | S | 100 | D | \$ 37.428 | 26,709 | D |

|              |  |  |  |  |  |         |   |                                                     |
|--------------|--|--|--|--|--|---------|---|-----------------------------------------------------|
| Common Stock |  |  |  |  |  | 317.533 | 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 of Shares                              |
| Employee Stock Option (right to buy)       | \$ 28.34                                               | 11/30/2012                           |                                                    | M                              | 4,919                                                                                   | 02/25/2011 02/25/2020                                    | Common Stock 4,919                                            |
| Employee Stock Option (right to buy)       | \$ 16.82                                               | 11/30/2012                           |                                                    | M                              | 7,387                                                                                   | 02/26/2010 02/26/2019                                    | Common Stock 7,387                                            |
| Employee Stock Option                      | \$ 32.61                                               | 11/30/2012                           |                                                    | M                              | 3,700                                                                                   | 03/01/2009 03/01/2018                                    | Common Stock 3,700                                            |

(right to  
buy)

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |                             |       |
|-----------------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                                                                   | Director      | 10% Owner | Officer                     | Other |
| BROWN PETER S<br>ARROW ELECTRONICS, INC.<br>50 MARCUS DRIVE<br>MELVILLE, NY 11747 |               |           | Senior VP & General Counsel |       |

## Signatures

Georgette Greenfield,  
Attorney-in-fact  
12/03/2012

\_\_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).
- (1) List of transactions exceed the limit of 30 rows per Table 1. This is page 2 of 2 for Table 1.

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