

ARROW ELECTRONICS INC
Form 4
April 20, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

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

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/20/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

(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

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

Edgar Filing: ARROW ELECTRONICS INC - Form 4

Common Stock	04/20/2006	<u>S(1)</u>	300	D	\$ 35.91	30,050	D	
Common Stock	04/20/2006	<u>S(1)</u>	2,700	D	\$ 35.9	27,350	D	
Common Stock	04/20/2006	<u>S(1)</u>	1,000	D	\$ 35.8	26,350	D	
Common Stock	04/20/2006	<u>S(1)</u>	3,000	D	\$ 35.76	23,350	D	
Common Stock	04/20/2006	<u>S(1)</u>	1,600	D	\$ 35.71	21,750	D	
Common Stock	04/20/2006	<u>S(1)</u>	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.

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)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 12.18	04/20/2006		<u>M(1)</u>	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
<small>**Signature of Reporting Person</small>	<small>Date</small>

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. 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.