ARROW ELECTRONICS INC

Form 5

February 10, 2015

FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Kerins Sean J Symbol ARROW ELECTRONICS INC (Check all applicable) [ARW] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner _ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2014 President, Global ECS C/O ARROW ELECTRONICS. INC., Â 9201 EAST DRY CREEK **ROAD** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) CENTENNIAL, Â COÂ 80112 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 3. 1.Title of 4. Securities 5. Amount of 7. Nature of Transaction Security (Month/Day/Year) Execution Date, if Acquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end (D) or Ownership of Issuer's Indirect (I) (Instr. 4) Fiscal Year (Instr. 4) (A) (Instr. 3 and or Price (D) Amount Common Â Â Â Â Â Â Â 13,968 D Stock (1) Â Â Â Â Â Â Common 191.499 Ι Held in the Stock Company's Employee

Stock Ownership

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Plan

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

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SEC 2270 (9-02)

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	Number		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)	\$ 37.63	Â	Â	Â	Â	Â	11/29/2008	11/29/2017	Common Stock	7,500
Employee Stock Option (right to buy)	\$ 16.82	Â	Â	Â	Â	Â	02/26/2010	02/26/2019	Common Stock	4,477
Employee Stock Option (right to buy)	\$ 28.34	Â	Â	Â	Â	Â	02/25/2011	02/25/2020	Common Stock	3,816
Employee Stock Option (right to buy)	\$ 38.69	Â	Â	Â	Â	Â	02/24/2012	02/24/2021	Common Stock	5,094
Employee Stock Option (right to buy)	\$ 40.15	Â	Â	Â	Â	Â	02/21/2013	02/19/2022	Common Stock	8,707

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Employee Stock Option (right to buy)	\$ 41.56	Â	Â	Â	Â	Â	02/19/2014	02/17/2023	Common Stock	8,687
Employee Stock Option (right to buy)	\$ 56.71	Â	Â	Â	Â	Â	02/18/2015	02/17/2024	Common Stock	7,043

Reporting Owners

Reporting Owner Name / Address	Relationships							
Trepozonia o materia mano / Transcoo	Director	10% Owner	Officer	Other				
Kerins Sean J C/O ARROW ELECTRONICS, INC. 9201 EAST DRY CREEK ROAD CENTENNIAL, CO 80112	Â	Â	President, Global ECS	Â				

Signatures

Giselle I. Torres,
Attorney-in-fact

**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.

Reporting Owners 3