

LONG MICHAEL J
Form 5
February 10, 2012

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

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

1. Name and Address of Reporting Person *
LONG MICHAEL J

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)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

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

4. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock (1) | ^ | ^ | ^ | ^ ^ ^ | 229,744 | D | ^ |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ | 2,997.18 | I | Held in the Company's Employee Stock Ownership Plan. |

Edgar Filing: LONG MICHAEL J - Form 5

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 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) | Title | Amount or Number of Shares | |
| Employee Stock Option (right to buy) | \$ 13.85 | Â | Â | Â | Â | Â | 02/27/2004 | 02/27/2013 | Common Stock | 2,500 |
| Employee Stock Option (right to buy) | \$ 24.6 | Â | Â | Â | Â | Â | 02/27/2005 | 02/27/2014 | Common Stock | 2,750 |
| Employee Stock Option (right to buy) | \$ 26.9 | Â | Â | Â | Â | Â | 02/28/2006 | 02/28/2015 | Common Stock | 9,000 |
| Employee Stock Option (right to buy) | \$ 35.59 | Â | Â | Â | Â | Â | 02/27/2007 | 02/27/2016 | Common Stock | 20,000 |
| Employee Stock Option (right to buy) | \$ 38.29 | Â | Â | Â | Â | Â | 02/28/2008 | 02/28/2017 | Common Stock | 30,000 |
| Employee Stock Option | \$ 32.61 | Â | Â | Â | Â | Â | 03/01/2009 | 03/01/2018 | Common Stock | 34,100 |

(right to buy)

Employee

Stock

Option

\$ 16.82

^

^

^

^

^

^

02/26/2010

02/26/2019

Common Stock

71,632

(right to buy)

Employee

Stock

Option

\$ 23

^

^

^

^

^

05/01/2010

05/01/2019

Common Stock

18,335

(right to buy)

Employee

Stock

Option

\$ 28.34

^

^

^

^

^

02/25/2011

02/25/2020

Common Stock

66,779

(right to buy)

Employee

Stock

Option

\$ 38.69

^

^

^

^

^

02/24/2012

02/24/2021

Common Stock

52,632

(right to buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LONG MICHAEL J ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747 | ^ | ^ | ^ Chairman, President & CEO | ^ |

Signatures

Jade E. Osorio,
Attorney-in-fact

02/10/2012

**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) 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.