

Morris Mary Catherine  
 Form 4  
 November 30, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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 \*  
 Morris Mary Catherine

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. Date of Earliest Transaction  
 (Month/Day/Year)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

ARROW ELECTRONICS, INC., 50  
 MARCUS DRIVE

11/29/2012

Senior VP & CSO

(Street)

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

MELVILLE, NY 11747

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/29/2012		M		1,300 A \$ 24.6	28,259	D
Common Stock	11/29/2012		S		100 D \$ 37.24	28,159	D
Common Stock	11/29/2012		S		100 D \$ 37.25	28,059	D
Common Stock	11/29/2012		S		100 D \$ 37.26	27,959	D
Common Stock	11/29/2012		S		100 D \$ 37.27	27,859	D

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Common Stock	11/29/2012	S	200	D	\$ 37.275	27,659	D	
Common Stock	11/29/2012	S	100	D	\$ 37.279	27,559	D	
Common Stock	11/29/2012	S	500	D	\$ 37.28	27,059	D	
Common Stock	11/29/2012	S	100	D	\$ 37.32	26,959	D	
Common Stock	11/29/2012	M	5,847	A	\$ 16.82	32,806	D	
Common Stock	11/29/2012	S	800	D	\$ 37.24	32,006	D	
Common Stock	11/29/2012	S	100	D	\$ 37.24	31,906	D	
Common Stock	11/29/2012	S	300	D	\$ 37.245	31,606	D	
Common Stock	11/29/2012	S	900	D	\$ 37.25	30,706	D	
Common Stock	11/29/2012	S	300	D	\$ 37.255	30,406	D	
Common Stock	11/29/2012	S	100	D	\$ 37.259	30,306	D	
Common Stock	11/29/2012	S	800	D	\$ 37.26	29,506	D	
Common Stock	11/29/2012	S	600	D	\$ 37.27	28,906	D	
Common Stock	11/29/2012	S	100	D	\$ 37.271	28,806	D	
Common Stock	11/29/2012	S	100	D	\$ 37.275	28,706	D	
Common Stock	11/29/2012	S	100	D	\$ 37.279	28,606	D	
Common Stock	11/29/2012	S	1,500	D	\$ 37.28	27,106	D	
Common Stock	11/29/2012	S	47	D	\$ 37.3	27,059	D	
Common Stock	11/29/2012	S	100	D	\$ 37.31	26,959	D	
Common Stock						1,826,288	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.

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(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)	\$ 16.82	11/29/2012		M	5,847	02/26/2010 02/26/2019	Common Stock 5,847
Employee Stock Option (right to buy)	\$ 24.6	11/29/2012		M	1,300	02/27/2005 02/27/2014	Common Stock 1,300

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morris Mary Catherine ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747			Senior VP & CSO	

## Signatures

Georgette Greenfield,  
Attorney-in-fact

11/30/2012

\_\_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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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