McMahon John Philip Form 4 May 04, 2011

FORM 4

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

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

Estimated average

burden hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * McMahon John Philip

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

ARROW ELECTRONICS INC [ARW]

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title

(Check all applicable)

Sr. Vice President

below)

Other (specify

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

(Street)

(First)

(Middle)

4. If Amendment, Date Original

(Month/Day/Year)

05/02/2011

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MELVILLE, NY 11747

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	ırities Acqı	uired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock (1)	05/02/2011		S	300	D	\$ 45.479	40,424	D	
Common Stock	05/02/2011		S	700	D	\$ 45.48	39,724	D	
Common Stock	05/02/2011		S	525	D	\$ 45.43	39,199	D	
Common Stock	05/02/2011		S	300	D	\$ 45.45	38,899	D	
Common Stock	05/02/2011		S	800	D	\$ 45.455	38,099	D	

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Common Stock	05/02/2011	S	1,300	D	\$ 45.46	36,799	D	
Common Stock	05/02/2011	S	700	D	\$ 45.47	36,099	D	
Common Stock	05/02/2011	S	300	D	\$ 45.475	35,799	D	
Common Stock	05/02/2011	S	600	D	\$ 45.48	35,199	D	
Common Stock	05/02/2011	S	500	D	\$ 45.485	34,699	D	
Common Stock	05/02/2011	S	1,200	D	\$ 45.9	33,499	D	
Common Stock	05/02/2011	S	1,200	D	\$ 45.51	32,299	D	
Common Stock	05/02/2011	S	100	D	\$ 45.512	32,199	D	
Common Stock	05/02/2011	S	500	D	\$ 45.515	31,699	D	
Common Stock	05/02/2011	S	100	D	\$ 45.519	31,599	D	
Common Stock	05/02/2011	S	1,200	D	\$ 45.52	30,399	D	
Common Stock	05/02/2011	S	100	D	\$ 45.525	30,299	D	
Common Stock	05/02/2011	S	100	D	\$ 45.53	30,199	D	
Common Stock						103.21	I	Held in the Company's Employee Stock Ownership

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

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SEC 1474 (9-02)

Plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber	Expiration Date	Amount of	Derivative	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			g Secui (Instr d 4)	•
			Code V	(A) (D)	Date Exercisable	*	Title Amo or Num of Shar	nber	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McMahon John Philip ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747

Sr. Vice President

Signatures

Georgette Greenfield, Attorney-in-fact

05/04/2011

**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 3 of 3 for Table 1 filed on May 3, 2011.

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.

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