

McMahon John Philip  
 Form 4/A  
 May 10, 2011

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

OMB APPROVAL

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**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 \*  
 McMahon John Philip

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

05/02/2011

Sr. Vice President

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 05/04/2011

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock <sup>(1)</sup>	05/02/2011		S	300	D	\$ 45.38	59,592 D
Common stock	05/02/2011		S	600	D	\$ 45.385	58,992 D
Common Stock	05/02/2011		S	100	D	\$ 45.389	58,892 D
Common Stock	05/02/2011		S	800	D	\$ 45.39	58,092 D
Common Stock	05/02/2011		S	200	D	\$ 45.395	57,892 D

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Common Stock	05/02/2011	S	1,300	D	\$ 45.4	56,592	D
Common Stock	05/02/2011	S	300	D	\$ 45.405	56,292	D
Common Stock	05/02/2011	S	1,200	D	\$ 45.41	55,092	D
Common Stock	05/02/2011	S	2,100	D	\$ 45.42	52,992	D
Common Stock	05/02/2011	S	300	D	\$ 45.425	52,692	D
Common Stock	05/02/2011	S	200	D	\$ 45.428	52,492	D
Common Stock	05/02/2011	S	1,500	D	\$ 45.43	50,992	D
Common Stock	05/02/2011	S	500	D	\$ 45.44	50,492	D
Common Stock	05/02/2011	S	200	D	\$ 45.445	50,292	D
Common Stock	05/02/2011	S	994	D	\$ 45.42	49,298	D
Common Stock	05/02/2011	S	1,300	D	\$ 45.425	47,998	D
Common Stock	05/02/2011	S	200	D	\$ 45.429	47,798	D
Common Stock	05/02/2011	S	1,723	D	\$ 45.43	46,075	D
Common Stock	05/02/2011	S	100	D	\$ 45.438	45,975	D
Common Stock	05/02/2011	S	1,600	D	\$ 45.44	44,375	D
Common Stock	05/02/2011	S	100	D	\$ 45.445	44,275	D
Common Stock	05/02/2011	S	977	D	\$ 45.45	43,298	D
Common Stock	05/02/2011	S	800	D	\$ 45.455	42,498	D
Common stock	05/02/2011	S	100	D	\$ 45.459	42,398	D
Common Stock	05/02/2011	S	2,200	D	\$ 45.46	40,198	D
	05/02/2011	S	300	D		39,898	D

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Common Stock					\$				45.465
Common Stock	05/02/2011		S	100	D	\$	39,798		45.468
Common Stock	05/02/2011		S	100	D	\$	39,698		45.469
Common Stock	05/02/2011		S	500	D	\$	39,198		45.47
Common Stock	05/02/2011		S	800	D	\$	38,398		45.475

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

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**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## 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

Jade Osorio,  
Attorney-in-fact

05/10/2011

\_\_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 2 of 3 for Table 1 filed on May 10, 2011.

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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