

Edgar Filing: ARROW ELECTRONICS INC - Form 8-K

ARROW ELECTRONICS INC
Form 8-K
November 02, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 31, 2005

ARROW ELECTRONICS, INC.

(Exact Name of Registrant as Specified in Charter)

NEW YORK	1-4482	11-1806155
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

50 MARCUS DRIVE, MELVILLE, NEW YORK 11747

(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (631) 847-2000

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 20.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 8.01 OTHER EVENTS

On October 31, 2005, Arrow Electronics Taiwan Limited ("Arrow Taiwan"), a wholly-owned subsidiary of the Registrant, issued a press release announcing that it had launched an all-cash tender offer to acquire up to 70% of the outstanding common stock of Ultra Source Technology Corp. ("Ultra Source"). In connection with the tender offer, certain key members of the board of directors and executive management team of Ultra Source (the "Management Team") have agreed to tender their shares and to cause the tender or sale of other shares, representing, in the aggregate, approximately 40% of the outstanding common stock of Ultra Source, including the sale to Arrow Taiwan of a holding company that owns approximately 7% of the outstanding common stock of Ultra Source. Consummation of the tender offer is subject to the satisfaction of certain conditions, including the receipt of certain regulatory approvals and the tender of at least 33% of the outstanding common stock of Ultra Source, on a fully-diluted basis.

A copy of the press release announcing the tender offer is attached hereto as an Exhibit (99.1).

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

- (c) EXHIBITS
99.1 press release issued by Arrow Electronics, Inc. dated October 31, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ARROW ELECTRONICS, INC.

Date: November 2, 2005

By: /s/Peter S. Brown

Name: Peter S. Brown
Title: Senior Vice President

EXHIBIT INDEX

Exhibit -----	Description -----
99.1	Press release issued by Arrow Electronics, Inc., dated October 31, 2005.