

BROWN PETER S  
Form 5  
February 12, 2007

**FORM 5**

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

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

## OMB APPROVAL

OMB  
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2005  
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1. Name and Address of Reporting Person \*  
BROWN PETER S

(Last) (First) (Middle)

ARROW ELECTRONICS,  
INC., 50 MARCUS DRIVE

(Street)

2. Issuer Name **and** Ticker or Trading  
Symbol  
ARROW ELECTRONICS INC  
[ARW]

3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Senior VP & General Counsel

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 Beneficial Ownership (Instr. 4) |
|--------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
|                                |                                      |  |                                | Amount  | (A) or (D) | Price |  |  |   |
| Common Stock <sup>(1)</sup>    | Â                                    | Â  | Â                              | Â   | Â          | Â     | 2,150  | D  | Â   |
| Common Stock                   | Â                                    | Â  | Â                              | Â   | Â          | Â     | 734.576  | I  | Held in the Company's Employee Stock Ownership Plan   |

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

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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)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 22.5  | Â                                    | Â  | Â                              | Â Â   | 10/08/2002 10/08/2011                                    | Common Stock 8,400  |
| Employee Stock Option (right to buy)       | \$ 26.45   | Â                                    | Â  | Â                              | Â Â   | 02/27/2003 02/27/2012                                    | Common Stock 5,000  |
| Employee Stock Option (right to buy)       | \$ 13.85   | Â                                    | Â  | Â                              | Â Â   | 02/27/2004 02/27/2013                                    | Common Stock 5,000  |
| Employee Stock Option (right to buy)       | \$ 24.6  | Â                                    | Â  | Â                              | Â Â   | 02/27/2005 02/27/2014                                    | Common Stock 11,000   |
| Employee Stock Option (right to buy)       | \$ 26.9  | Â                                    | Â  | Â                              | Â Â   | 02/28/2006 02/28/2015                                    | Common Stock 12,000   |
| Employee Stock Option                      | \$ 35.59   | Â                                    | Â  | Â                              | Â Â   | 02/27/2007 02/27/2016                                    | Common Stock 12,000   |

(right to  
buy)

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| BROWN PETER S<br>ARROW ELECTRONICS, INC.<br>50 MARCUS DRIVE<br>MELVILLE, NY 11747 | Â             | Â         | Â Senior VP & General Counsel | Â     |

## Signatures

Lori McGregor  
Attorney-in-fact  
02/12/2007

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.