

McMahon John Philip  
 Form 4  
 May 03, 2011

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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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)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Sr. Vice President

(Last) (First) (Middle)  
 ARROW ELECTRONICS, INC., 50  
 MARCUS DRIVE  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 05/02/2011

MELVILLE, NY 11747

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

(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 (1) <u>(1)</u>	05/02/2011		M		12,894 A \$ 16.82	73,732	D
Common Stock	05/02/2011		M		9,525 A \$ 32.61	83,257	D
Common Stock	05/02/2011		S		349 D \$ 45.23	82,908	D
Common Stock	05/02/2011		S		100 D \$ 45.235	82,808	D
	05/02/2011		S		1,208 D \$ 45.24	81,600	D

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Common Stock							
Common Stock	05/02/2011	S	100	D	\$ 45.248	81,500	D
Common Stock	05/02/2011	S	1,217	D	\$ 45.25	80,283	D
Common Stock	05/02/2011	S	100	D	\$ 45.255	80,183	D
Common Stock	05/02/2011	S	1,317	D	\$ 45.265	78,866	D
Common Stock	05/02/2011	S	100	D	\$ 45.265	78,766	D
Common Stock	05/02/2011	S	1,801	D	\$ 45.27	76,965	D
Common Stock	05/02/2011	S	500	D	\$ 45.275	76,465	D
Common Stock	05/02/2011	S	1,474	D	\$ 45.28	74,991	D
Common Stock	05/02/2011	S	649	D	\$ 45.29	74,342	D
Common Stock	05/02/2011	S	100	D	\$ 45.295	74,242	D
Common Stock	05/02/2011	S	300	D	\$ 45.3	73,942	D
Common Stock	05/02/2011	S	300	D	\$ 43.305	73,642	D
Common Stock	05/02/2011	S	1,024	D	\$ 45.31	72,618	D
Common Stock	05/02/2011	S	400	D	\$ 45.315	72,218	D
Common Stock	05/02/2011	S	1,100	D	\$ 45.32	71,118	D
Common Stock	05/02/2011	S	300	D	\$ 45.325	70,818	D
Common Stock	05/02/2011	S	1,900	D	\$ 45.33	68,918	D
Common Stock	05/02/2011	S	1,200	D	\$ 45.34	67,718	D
Common Stock	05/02/2011	S	600	D	\$ 45.345	67,118	D
	05/02/2011	S	300	D		66,818	D

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Common Stock					\$			
					45.349			
Common Stock	05/02/2011		S	1,700	D	\$ 45.35	65,118	D
Common Stock	05/02/2011		S	500	D	\$ 45.355	64,618	D
Common Stock	05/02/2011		S	900	D	\$ 45.36	63,718	D
Common Stock	05/02/2011		S	400	D	\$ 45.365	63,318	D
Common Stock	05/02/2011		S	1,100	D	\$ 45.37	62,218	D

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

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SEC 1474  
(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
Arrow Stock Options	\$ 16.82	05/02/2011		M	12,894	02/26/2010 02/26/2019	Common Stock	12,894	
Arrow Stock Options	\$ 32.61	05/02/2011		M	3,175	03/01/2009 03/01/2018	Common Stock	9,525	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMahon John Philip			Sr. Vice President	

ARROW ELECTRONICS, INC.  
50 MARCUS DRIVE  
MELVILLE, NY 11747

## Signatures

Gerogette Greenfield,  
Attorney-in-fact

05/03/2011

\_\_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 1 of 3 for Table 1

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.