#### Edgar Filing: BROWN PETER S - Form 4

BROWN PE	ETER S										
Form 4	• • • • •										
February 07											
					ITIES AND EXCHANGE COMMISSION					APPROVAL 3235-0287	
Check this box				Vashington, D.C. 20549					Number:	January 31	
if no longer STATEMENT OF CHANG				IGES IN	BENEF	ICIA	LOW	NERSHIP OF	Expires:	2005	
Subject to Section 16. Form 4 or				SECUR	ITIES				burden ho	Estimated average burden hours per response 0	
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17	7(a) of the	Public U		ling Con	npan	y Act c	ge Act of 1934, of 1935 or Sectio 40	on		
(Print or Type	Responses)										
BROWN PETER S Sym			Symbol	r Name <b>and</b> W ELECT			-	5. Relationship of Reporting Person(s) to Issuer			
			[ARW]	W ELECT	KONIC	5 1110	C	(Check all applicable)			
			of Earliest Transaction				Director 10% Owner X Officer (give title Other (specify				
ARROW E MARCUS	LECTRONICS, DRIVE	INC., 50	(Month/E 02/06/2	-				below)	below) & General Co		
			Amendment, Date Original Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
MELVILLI	E, NY 11747							Form filed by Person	More than One	Reporting	
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative	Secur	ities Ac	quired, Disposed o	of, or Benefici	ally Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code (D)				SecuritiesOBeneficiallyFeOwned(IFollowingIn	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(1150.4)		
Common Stock	02/06/2006			M <u>(1)</u>	200	A	\$ 22.5	5,000	D		
Common Stock	02/06/2006			S <u>(1)</u>	200	D	\$ 35	4,800	D		
Common Stock								534.433	I	Held in the Company's Employee Stock Ownership Plan	

#### Edgar Filing: BROWN PETER S - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

# 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. 5. Number Transaction Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of 8 Underlying Securities (Instr. 3 and 4) 5		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 22.5	02/06/2006		M <u>(1)</u>	200	10/08/2002	10/08/2011	Common Stock	200	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
BROWN PETER S ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747			Sr. VP & General Counsel				
Signatures							

Lori McGregor,	02/07/2006
Attorney-in-fact	02/07/2000

\*\*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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 4, 2002 and amended on May 9, 2003.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

8 D S (]

#### Edgar Filing: BROWN PETER S - Form 4

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.