ARROW ELECTRONICS INC

Form 4

September 14, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

ARROW ELECTRONICS INC

3. Date of Earliest Transaction

4. If Amendment, Date Original

Check this box

if no longer subject to Section 16. Form 4 or

Form 5

obligations may continue. See Instruction

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

Symbol

[ARW]

(Month/Day/Year)

Filed(Month/Day/Year)

3.

Code V

A

09/12/2005

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

COLEMAN JOHN EDWARD

(Last)

(First)

(Middle)

ARROW ELECTRONICS, INC., 50

MARCUS DRIVE

(Street)

(City) (State) (Zip)

09/12/2005

MELVILLE, NY 11747

Common

OMB 3235-0287 Number:

January 31,

2005

OMB APPROVAL

Expires:

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify

X_ Officer (give title below)

Sr. Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

Code (D) (Instr. 8)

Transaction(A) or Disposed of (Instr. 3, 4 and 5)

Beneficially Owned Following Reported Transaction(s)

Securities

(Instr. 4)

D

(D) or

Indirect (I)

Form: Direct Indirect Beneficial Ownership (Instr. 4)

6. Ownership 7. Nature of

(Instr. 3 and 4)

Price Amount (D) 20,000 Α <u>(1)</u> 20,000

(A)

or

4. Securities Acquired 5. Amount of

Stock (1)

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)

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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. Transactic Code (Instr. 8)	5. Number of or 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
Employee Stock Option (right to buy)	\$ 31.79	09/12/2005		A	40,000	09/12/2006	09/12/2015	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting owner rame, reactess	

Director 10% Owner Officer Other

COLEMAN JOHN EDWARD ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747

Sr. Vice President

Signatures

Lori McGregor, Attorney-in-fact 09/14/2005

**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) Award of Restricted Stock Units pursuant to the Arrow Electronics, Inc. 2004 Omnibus Incentive Plan
- (2) Award of stock option granted under the Arrow Electronics, Inc. 2004 Omnibus Incentive Plan

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.

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