

AVNET INC  
Form 8-K  
May 16, 2007

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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):

May 16, 2007

AVNET, INC.

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

New York

1-4224

11-1890605

\_\_\_\_\_  
(State or other jurisdiction  
of incorporation)

\_\_\_\_\_  
(Commission  
File Number)

\_\_\_\_\_  
(I.R.S. Employer  
Identification No.)

2211 South 47th Street, Phoenix, Arizona

85034

\_\_\_\_\_  
(Address of principal executive offices)

\_\_\_\_\_  
(Zip Code)

Registrant's telephone number, including area code:

480-643-2000

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:

- 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 240.14a-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.**

Shareholders of Avnet, Inc. (the "Registrant") approved the Avnet, Inc. 2006 Stock Compensation Plan (the "Plan") at the annual meeting of shareholders in November 2006. The Plan, which was filed as Appendix A to the Company's definitive proxy materials filed on October 10, 2006 with the Securities and Exchange Commission on Schedule 14A, and the description of the Plan included therein under the caption "PROPOSAL 2: AVNET 2006 STOCK COMPENSATION PLAN" are incorporated by reference herein. The form agreements to be used by the Registrant under the Plan are attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Form agreements to be used by the Registrant under the Avnet, Inc. 2006 Stock Compensation Plan

- (a) Form of nonqualified stock option agreement
  - (b) Form of incentive stock option agreement
  - (c) Form of performance stock unit term sheet
  - (d) Long Term Incentive Letter
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**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.

AVNET, INC.

May 16, 2007

By: */s/ Raymond Sadowski*

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*Name: Raymond Sadowski*

*Title: Senior Vice President and Chief Financial Officer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Form agreements to be used by the Registrant under the Avnet, Inc. 2006 Stock Compensation Plan