

McMahon John Philip  
 Form 4/A  
 May 10, 2011

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

OMB APPROVAL

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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)

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

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

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

MELVILLE, NY 11747

4. If Amendment, Date Original Filed(Month/Day/Year)  
 05/04/2011

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 <sup>(1)</sup>	05/02/2011		S		300 D \$ 45.479	38,098	D
Common Stock	05/02/2011		S		700 D \$ 45.48	37,398	D
Common Stock	05/02/2011		S		525 D \$ 45.43	36,873	D
Common Stock	05/02/2011		S		300 D \$ 45.45	36,573	D
Common Stock	05/02/2011		S		800 D \$ 45.455	35,773	D

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Common Stock	05/02/2011	S	1,300	D	\$ 45.46	34,473	D
Common Stock	05/02/2011	S	700	D	\$ 45.47	33,773	D
Common Stock	05/02/2011	S	300	D	\$ 45.475	33,473	D
Common Stock	05/02/2011	S	600	D	\$ 45.48	32,873	D
Common Stock	05/02/2011	S	500	D	\$ 45.485	32,373	D
Common Stock	05/02/2011	S	1,200	D	\$ 45.49	31,173	D
Common Stock	05/02/2011	S	1,200	D	\$ 45.51	29,973	D
Common Stock	05/02/2011	S	100	D	\$ 45.512	29,873	D
Common Stock	05/02/2011	S	500	D	\$ 45.515	29,373	D
Common Stock	05/02/2011	S	100	D	\$ 45.519	29,273	D
Common Stock	05/02/2011	S	1,200	D	\$ 45.52	28,073	D
Common Stock	05/02/2011	S	100	D	\$ 45.525	27,973	D
Common Stock	05/02/2011	S	100	D	\$ 45.53	27,873	D

Common Stock						103.21	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.

**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.**

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Own Follo Repo Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McMahon John Philip ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747			Sr. Vice President	

### Signatures

Jade Osorio,  
Attorney-in-fact  
05/10/2011  
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 3 of 3 for Table 1 filed on May 10, 2011.
- 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.