

ARROW ELECTRONICS INC  
 Form 4  
 February 12, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 Morris Mary Catherine

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)  
 70 MAXESS ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/10/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Senior VP & CSO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/10/2014		M		5,250 A \$ 35.59	31,609	D
Common Stock	02/10/2014		S		700 D \$ 52.94	30,909	D
Common Stock	02/10/2014		S		500 D \$ 52.945	30,409	D
Common Stock	02/10/2014		S		600 D \$ 52.95	29,809	D
Common Stock	02/10/2014		S		400 D \$ 52.96	29,409	D

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Common Stock	02/10/2014	S	500	D	\$ 52.975	28,909	D
Common Stock	02/10/2014	S	600	D	\$ 52.98	28,309	D
Common Stock	02/10/2014	S	1,806	D	\$ 53	26,503	D
Common Stock	02/10/2014	S	800	D	\$ 53.005	25,703	D
Common Stock	02/10/2014	S	300	D	\$ 53.008	25,403	D
Common Stock	02/10/2014	S	679	D	\$ 53.01	24,724	D
Common Stock	02/10/2014	S	700	D	\$ 53.03	24,024	D
Common Stock	02/10/2014	S	100	D	\$ 53.059	23,924	D
Common Stock	02/10/2014	S	200	D	\$ 53.09	23,724	D
Common Stock	02/10/2014	S	250	D	\$ 53.11	23,474	D
Common Stock	02/10/2014	S	300	D	\$ 53.135	23,174	D
Common Stock	02/10/2014	S	200	D	\$ 53.138	22,974	D
Common Stock	02/10/2014	M	2,625	A	\$ 26.9	25,599	D
Common Stock	02/10/2014	S	1,400	D	\$ 53.17	24,199	D
Common Stock	02/10/2014	S	1,025	D	\$ 53.18	23,174	D
Common Stock	02/10/2014	S	200	D	\$ 53.183	22,974	D
Common Stock	02/10/2014	M	5,730	A	\$ 38.69	28,704	D
Common Stock	02/10/2014	S	100	D	\$ 52.99	28,604	D
Common Stock	02/10/2014	S	2,000	D	\$ 53	26,604	D
Common Stock	02/10/2014	S	922	D	\$ 53.1	25,682	D
	02/10/2014	S	401	D	\$ 53.02	25,681	D

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Common Stock							
Common Stock	02/10/2014	S	824	D	\$ 53.06	24,457	D
Common Stock	02/10/2014	S	104	D	\$ 53.07	24,353	D
Common Stock <sup>(1)</sup>	02/10/2014	S	272	D	\$ 53.08	24,081	D

Common Stock						1,918.635	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.

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 38.69	02/10/2014		M	5,730	02/24/2012 02/24/2021	Common Stock	5,730	
Employee Stock Option (right to buy)	\$ 40.15	02/10/2014		M	3,285	02/19/2013 02/19/2022	Common Stock	3,285	
	\$ 35.59	02/10/2014		M	5,250	02/27/2007 02/27/2016		5,250	

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 26.9	02/10/2014		M	2,625	02/28/2006	02/28/2015	Common Stock	2,625

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morris Mary Catherine 70 MAXESS ROAD MELVILLE, NY 11747			Senior VP & CSO	

## Signatures

Giselle I Torres,  
Attorney-in-fact

02/12/2014

\_\_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 2 for Table 1.

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