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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed purcuant to Section 16(a) of the Securities Exchange Act of 1024

	(J).		1  lieu pursualit to Section 10(a) of the Sectimies Exchange Act of 13	34					
			or Section 30(h) of the Investment Company Act of 1940						
	dress of Reporting	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AVNET INC</u> [ AVT ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>ROBINSON RAY M</u>				X	Director	10% Owner			
,			3. Date of Earliest Transaction (Month/Day/Year)	_	Officer (give title below)	Other (specify below)			
(Last) (First) (Middle)		(Middle)	09/01/2004		below)	Delow)			
C/O AVNET,	INC.								
2211 SOUTH	47TH STREE	Г		_					
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable			
(Street)				X	Form filed by One Re	porting Person			
PHOENIX AZ 85034		85034			Form filed by More the Person	an One Reporting			
(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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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. Transa Code (1 8)		of Deriv Secu Acqu (A) or Dispo of (D)	erivative ecurities cquired x) or isposed f (D) nstr. 3, 4		ate	e Amount of ar) Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Units	\$0 <sup>(1)</sup>	09/01/2004		A		186		(1)	(1)	Common Stock	186	\$16.61	8,559	D	

Explanation of Responses:

1. The phantom stock units were accrued under the Avnet, Inc. Deferred Compensation Plan for Outside Directors and are to be settled 1 for 1 in the Issuer's Common Stock after cessation of membership on the Issuer's Board or upon change in control of the Issuer.

### **Remarks:**

### Catherine R. Hardwick, by

power of attorney

09/02/2004

\*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.

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