SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB AP	PROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] <u>KHAYKIN OLEG</u>			2. Issuer Name and Ticker or Trading Symbol <u>AVNET INC</u> [AVT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	10% Owner				
(Last) C/O AVNET,	(First) INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2022		Officer (give title below)	Other (specify below)				
2211 SOUTH 47TH STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applica					
(Street) PHOENIX	AZ	85034		Line)	Form filed by One Re Form filed by More th					
(City)	(State)	(Zip)	—		Person					
		Table I - Non-De	erivative Securities Acquired, Disposed of, or Bene	ficially	Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (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)
Common Stock								9,000	D	

 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 (8)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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 ⁽¹⁾	(1)	10/03/2022		Α		843		(1)	(1)	Common Stock	843	(2)	28,711	D	

Explanation of Responses:

1. Each Phantom Stock Unit ("PSU") is the economic equivalent of one share of the Issuer's common stock, and is to be settled in the Issuer's common stock on a one-for-one basis after cessation of the reporting person's membership on the Issuer's Board or upon change of control of the Issuer.

2. The reporting person has elected to defer 100% of the director's cash retainer, which is paid in quarterly installments, whereby PSUs were issued in lieu pursuant to the Avnet, Inc. Deferred Compensation Plan for Outside Directors. The PSUs were issued based on \$36.30 per share.

<u>/s/ Joy S. Newborg, Attorney-</u> <u>10/04/2022</u>

** 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.