### SEC Form 4

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## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject t | 'n |
|---------------------------------------|----|
| Section 16. Form 4 or Form 5          | .0 |
| 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

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|   |                      | hours per response:          | 0.5 |  |
|---|----------------------|------------------------------|-----|--|
|   |                      |                              |     |  |
| 1 | 5. Relationship of R | eporting Person(s) to Issuer |     |  |

| 1. Name and Address of Reporting Person <sup>*</sup><br>TOOKER GARY L |         |          | 2. Issuer Name and Ticker or Trading Symbol AVNET INC [ AVT ]  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                                 |                       |  |  |  |
|---|---------|----------|--|--|---------------------------------|-----------------------|--|--|--|
| 100KEK G  | ANTL    |          |  | X  | Director                        | 10% Owner             |  |  |  |
| (Last) (First) (Middle)<br>C/O AVNET, INC.                            |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/02/2003 |  | Officer (give title below)      | Other (specify below) |  |  |  |
| 2211 SOUTH 47TH STREET  |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)       | 6. Indiv<br>Line)  | vidual or Joint/Group Fil       | ing (Check Applicable |  |  |  |
| (Street)  |         |          |  | X  | Form filed by One Re            | eporting Person       |  |  |  |
| PHOENIX AZ 85034  |         | 85034    |  |  | Form filed by More th<br>Person | nan One Reporting     |  |  |  |
| (City)  | (State) | (Zip)    |  |  |                                 |                       |  |  |  |
|   | -       |          | the Originities Armined Dispersed of an Devel                  |  | 0                               |                       |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | Date<br>(Month/Day/Year) | if any | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--------------------------|--------|-----------------------------|---|---|---------------|-------|---|---|---|
|                                 |                          |        | Code                        | v | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr. |   |     | mber<br>rities<br>lired<br>r<br>osed<br>)<br>7. 3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|-----------------------------------|---|-----|--|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                              | v | (A) | (D)  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Phantom<br>Stock<br>Units                           | \$0 <sup>(1)</sup>  | 09/02/2003                                 |   | A                                 |   | 50  |  | (1)  | (1)                | Common<br>Stock  | 50                                     | \$17.15   | 1,765  | 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

09/02/2003

\*\* 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.