SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
PHILLIPS STEVEN R	AVNET INC [AVT]	Director; 10% Owner; X Officer (give title below); Other (specify below); Senior Vice President
(Last) (First) (Middle): C/O AVNET, INC. 2211 SOUTH 47TH STREET	3. Date of Earliest Transaction (Month/Day/Year): 01/29/2013	
(Street): PHOENIX AZ 85034	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line): X 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	01/29/2013		M		10,719	A	$24.75	27,274	I	By Family Trust
Common Stock	01/29/2013		M		6,874	A	$24.41	34,148	I	By Family Trust
Common Stock	01/29/2013		F		13,987(1)	D	$35.34	20,161	I	By Family Trust
Common Stock	01/29/2013		S		3,597	D	$35.4	16,564	I	By Family Trust
Common Stock								9,278(2)	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. 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 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				
Employee Stock Option (right to buy)	$24.75	01/29/2013		M			10,719	(3)	08/12/2019	Common Stock	10,719	$0	3,573	D	
Employee Stock Option (right to buy)	$24.41	01/29/2013		M			6,874	(4)	08/11/2000	Common Stock	6,874	$0	6,874	D	

Explanation of Responses:

1. Surrender of shares in connection with cashless exercise.
2. Includes 9,278 shares to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.
3. The option vests in four annual installments on August 13, 2010, 2011, 2012 and 2013.
4. The option vests in four annual installments on August 10, 2013, 2014, 2015 and 2016.

Remarks:

Michael McCoy, by power of attorney — 01/29/2013

** 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.