FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL        |           |  |  |  |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average h | nurden    |  |  |  |  |  |  |  |  |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>LAWRENCE JAMES A</u> |   |  |   |           |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol  AVNET INC [ AVT ] |         |                                     |  |  |                     |   |                   |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |   |  |   |  |
|  |   |  |   |           | 1  |   |         |                                     |  |  |                     |   |                   |   | X D   | Director   | r   | 10   | % Owner                                   |  |
| (Last) (First) (Middle)  |   |  |   |           |  | 3. Date of Earliest Transaction (Month/Day/Year)                      |         |                                     |  |  |                     |   |                   |   | Officer (give below)  |  |   |  | her (specify<br>low)                      |  |
| C/O AVNET, INC.  |   |  |   |           | 01/  | 01/02/2007  |         |                                     |  |  |                     |   |                   |   |   |  |   |  |   |  |
| 2211 SOUTH 47TH STREET   |   |  |   | $\vdash$  |  |   |         |                                     |  |  |                     |   |                   |   |   |  |   |  |   |  |
|  |   |  |   | _   4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) |   |         |                                     |  |  |                     |   |                   | 6. Individual or Joint/Group Filing (Check Applicable Line)               |   |  |   |  |   |  |
| (Street)   |   |  |   |           |  |   |         |                                     |  |  |                     |   |                   |   | ,   | orm fil  | led by One  | e Reporting  | Person                                    |  |
| PHOENI   | X AZ  | Z 8  | 35034   |           |  |   |         |                                     |  |  |                     |   |                   |   | Form filed by More than One Reporting Person                            |  |   |  |   |  |
| (City)   | (St   | ate) (                                     | Zip)  |           |  |   |         |                                     |  |  |                     |   |                   |   |   |  |   |  |   |  |
|  |   | Tabl                                       | e I - Nor   | n-Deriv   | ative  | Se  | curitie | s Acc                               | quired,  | Dis                                      | posed o             | f, or                                   | Bene              | eficia  | ally Ov   | vned   |   |  |   |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)    |   |  |   |           | Executio   |   | n Date, | Transaction Dispose Code (Instr. 5) |  | ities Acquired (A<br>d Of (D) (Instr. 3, |                     |   | nd Se<br>Be<br>Ov | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported |   | 6. Ownersh<br>Form: Direc<br>(D) or Indire<br>(I) (Instr. 4) | of Indirect<br>Beneficial<br>Ownership  |  |   |  |
|  |   |  |   |           |  |   |         |                                     | Code   | v  | Amount              |   | (A) or<br>(D)     | Price   | Tra   | Transaction(s) (Instr. 3 and 4)                              |   |  | (Instr. 4)                                |  |
| Common Stock 01/02/  |   |  |   | 1/02/2007 |  |   |         |                                     |  | 2,937 A                                  |                     | A                                       | \$0               | 18,249  |   | 249  | D   |  |   |  |
|  |   | Та   | able II - D   |           |  |   |         |                                     |  |  | sed of,<br>onvertib |   |                   |   | y Own   | ed   |   |  |   |  |
| 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.<br>8)                  |   | ı of    |                                     | 6. Date Exercisable<br>Expiration Date<br>(Month/Day/Year) |  | е                   | Amount of                               |                   | str. 3  | 8. Price<br>Derivati<br>Security<br>(Instr. 5)                          | ve de<br>y Se<br>) Be<br>O<br>Fe<br>Re                       | Number of erivative ecurities eneficially wined ollowing eported ransaction instr. 4) | Owners<br>Form:<br>Direct (<br>or Indir<br>(I) (Inst | Beneficial<br>Ownership<br>ect (Instr. 4) |  |
|  |   |  |   |           | Code   | v   | (A)     |                                     | Date<br>Exercisal  |  | Expiration<br>Date  | Amou<br>or<br>Numb<br>of<br>Title Share |                   | nber  |   |  |   |  |   |  |

## **Explanation of Responses:**

1. Director annual grant of stock.

## Remarks:

Jun Li, by power of attorney 0

01/03/2007

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.