FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |      |           |  |  |  |  |  |  |  |  |
|--------------------------|------|-----------|--|--|--|--|--|--|--|--|
| OMB Num                  | ber: | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |      |           |  |  |  |  |  |  |  |  |
| hours per                | 0.5  |           |  |  |  |  |  |  |  |  |

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>SALERNO FREDERIC V</u>   |  |  |  |        | 2. Issuer Name <b>and</b> Ticker or Trading Symbol AVNET INC [ AVT ] |   |        |     |                                  |   |          |  | (Ch                    | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner |                           |                                       |   |   |        |
|--|--|--|--|--------|--|---|--------|-----|----------------------------------|---|----------|--|------------------------|---|---------------------------|---------------------------------------|---|---|--------|
| (Last)   | (Fi  | (First) (Middle)                           |  |        |  | 3. Date of Earliest Transaction (Month/Day/Year) 08/01/2003 |        |     |                                  |   |          |  |                        |   | Office<br>below           | er (give title                        |   | Other (s<br>below)                                  | pecify |
| 2211 SOUTH 47TH STREET   |  |  |  | 4.     | 4. If Amendment, Date of Original Filed (Month/Day/Year)             |   |        |     |                                  |   |          |  |                        | 6. Individual or Joint/Group Filing (Check Applicable   |                           |                                       |   |   |        |
| (Street) PHOENIX AZ 85034 (City) (State) (Zip)   |  |  |  | -      |  |   |        |     |                                  |   |          |  | Lin                    | X Form filed by One Reporting Person Form filed by More than One Reporting Person             |                           |                                       |   |   |        |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |        |  |   |        |     |                                  |   |          |  |                        |   |                           |                                       |   |   |        |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |  |  |  |        | Execution I  |   | ion Da | ,   | 3.<br>Transact<br>Code (In<br>8) |   |          |  | d (A) or<br>. 3, 4 and | Benefi<br>Owned   | ies<br>ially<br>Following | Form<br>(D) or                        | orm: Direct<br>) or Indirect<br>(Instr. 4)                        | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |        |
|  |  |  |  |        |  |   |        |     | Code                             | v   | Amount   | (A) or<br>(D)  | Price                  | Report<br>Transa<br>(Instr. :   |                           |                                       |   | (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 D<br>if any<br>(Month/Day/ | ate, 1 | 4.<br>Transaction<br>Code (Instr.<br>8)                              |   | of Ex  |     | Expi                             | 5. 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 Derivative Security (Instr. 5)  |                           | re<br>es<br>ally<br>g<br>d<br>tion(s) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)               |        |
|  |  |  |  |        | Code   | v   | (A)    | (D) | Date<br>Exe                      | rcisable  | Ex<br>Da | piration<br>te   | Title                  | Amount<br>or<br>Number<br>of<br>Shares  |                           |                                       |   |   |        |
| Phantom<br>Stock<br>Units  | \$0 <sup>(1)</sup>   | 08/01/2003                                 |  |        | A  |   | 168    |     | 08/0                             | 8/1988 <sup>(1)</sup>   | 08/      | /08/1988 <sup>(1)</sup>  | Common<br>Stock        | 168   | \$14.4                    | 8,28                                  | 33  | 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:

<u>Catherine R. Hardwick, by</u> <u>power of attorney</u>

08/01/2003

\*\* 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.