## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D	D.C. 20549
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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

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

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>Church Steven C</u>						2. Issuer Name and Ticker or Trading Symbol AVNET INC [ AVT ]											k all applic Directo	able)	g Person(s) to Issuer 10% Owner Other (specify		vner	
(Last) (First) (Middle) C/O AVNET, INC. 2211 SOUTH 47TH STREET						3. Date of Earliest Transaction (Month/Day/Year) 08/10/2006										Senior Vice President						
(Street) PHOENI (City)		tate)	85034 (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)										ine) X	Form filed by One Reporting Person  Form filed by More than One Reporting Person					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date,			3. Transac Code (Ir 8)	ction					) or 5. An 4 and Secu Bene Own		mount of urities eficially ed Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	Amount (A) or (D)		Pric	e	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock				08/10	08/10/2006					Α		7,070(1)		A	\$	0	26,054(3)(4)		D			
Common Stock																	15,451			I	By Church Family Trust	
		-	Table II -									sed of, onverti					wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transactior Code (Instr. 8)					Date Exe piration onth/Day	Date		7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		es Securi	[	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	de V		(D)	Dat Exe	te ercisabl		xpiration ate	Title		Amou or Numb of Share:	er						
Employee Stock Option (right to	\$16.96	08/10/2006			M			14,136		(2)	0	8/09/2016		nmon ock	14,13	6	\$0	14,13	6	D		

#### **Explanation of Responses:**

- 1. Incentive stock grant will vest in five equal installments. The first installment will vest in January 2007, with the balance to vest in four equal annual installments thereafter. The Reporting Person disclaims beneficial ownership of all of these shares.
- $2. \ The \ option \ is \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ the \ first \ anniversary \ of \ the \ date \ of \ grant.$
- 3. Includes 15,114 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.
- 4. Includes 279 shares acquired under the Avnet, Inc. Employee Stock Purchase Plan from May 2006 throught July 2006.

# Remarks:

08/14/2006 Jun Li, by power of attorney \*\* 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.