
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) **August 10, 2016**

AVNET, INC.

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction
Of incorporation)

1-4224
(Commission
File Number)

11-1890605
(IRS Employer
Identification No.)

2211 South 47th Street, Phoenix, Arizona
(Address of principal executive offices)

85034
(Zip Code)

(480) 643-2000

(Registrant's telephone number, including area code.)

N/A

(Former name and former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On August 10, 2016, Avnet, Inc. (the “Company”) issued a press release announcing its fourth quarter and year-end results of operations for fiscal 2016. A copy of the press release is attached hereto as Exhibit 99.1. A discussion on the impact of foreign currency on the Company’s results of operations, the definition of organic sales and a reconciliation of non-GAAP financial information is attached as Exhibit 99.2. Each exhibit is incorporated by reference herein.

The information in this Current Report on Form 8-K and the exhibits attached hereto are being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933 except as shall be expressly set forth in such filing.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits.**

The following materials are attached as exhibits to this Current Report on Form 8-K:

Exhibit Number	Description
99.1	Press Release, dated August 10, 2016.
99.2	Supplemental and Non-GAAP Financial Information.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 10, 2016

AVNET, INC.

Registrant

By: /s/ Kevin Moriarty

Name: Kevin Moriarty

Title: Senior Vice President and
Chief Financial Officer

Avnet, Inc.
2211 South 47th Street
Phoenix, AZ 85034

PRESS RELEASE

Avnet Reports Fourth Quarter and Fiscal Year 2016 Results

Phoenix, August 10, 2016 - Avnet, Inc. (NYSE:AVT) today announced results for the fourth quarter and fiscal year 2016 ended July 2, 2016.

Q4 Fiscal 2016 Results

- Sales of \$6.2 billion, down 8% year over year and consistent with outlook
- Adjusted diluted earnings per share of \$0.86; diluted earnings per share of \$0.75
- Repurchased \$46.8 million in stock, paid \$21.6 million in dividends
- Announced cash offer to acquire Premier Farnell plc

"In the June quarter, our Technology Solutions (TS) group delivered seasonal sequential growth while Electronics Marketing (EM) sequential growth was below our normal seasonal range. Even with the year-over-year decline in revenue, our gross profit margin increased and our Avnet Advantage program resulted in \$70 million of annual expense reduction exiting fiscal 2016," said Bill Amelio, interim CEO of Avnet. "Moving forward, we are defining a clear strategy that leverages our strengths, and we are focusing on accelerating growth, taking cost out of the business and delivering services that will add value for our partners."

Amelio further added, "We have also increased the pace of some of our strategic investments as we focus on building and enhancing our global capabilities. Our recent offer to acquire Premier Farnell is one example of how we aim to strengthen our digital footprint worldwide. With disciplined execution against our priorities, we can drive sustained growth over time."

	Fourth Quarters Ended		
	July 2, 2016	June 27, 2015	Change
	<i>\$ in millions, except per share data</i>		
Sales	\$ 6,226.8	\$ 6,796.3	(8.4)%
Constant Currency ⁽¹⁾			(8.3)%
Operating Income	173.0	180.5	(4.2)%
Adjusted Operating Income ⁽¹⁾	194.7	243.8	(20.1)%
Net Income	96.8	158.7	(39.0)%
Adjusted Net Income ⁽¹⁾	112.3	159.5	(29.6)%
Diluted EPS	\$ 0.75	\$ 1.15	(34.8)%
Adjusted Diluted EPS ⁽¹⁾	\$ 0.86	\$ 1.16	(25.9)%

(1) Year-over-year sales growth rate excludes the impact of changes in foreign currency exchange rates. A discussion on the impact of foreign currency on the Company's results of operations, the definition of organic sales and a reconciliation of non-GAAP financial information is attached as exhibit 99.2 ("Exhibit 99.2") to the Form 8-K filed with the Securities Exchange Commission on August 10, 2016.

·The year-over-year decline in adjusted operating income was driven by the decline in revenue and increased expenses related to the ERP implementation in the Americas region at Electronics Marketing

Cash Flow and Returns to Shareholders

- Cash used for operations was \$72.8 million in the June quarter
- Cash and cash equivalents at the end of the quarter was \$1.03 billion; net debt (total debt less cash and cash equivalents) was \$1.46 billion
- During the June quarter, the Company repurchased 1.2 million shares at a cost of \$46.8 million, and entering fiscal 2017 the Company had \$174.9 million remaining under the current repurchase authorization
- The Company paid a dividend of \$0.17 per share or \$21.6 million during the quarter

“We used cash this quarter as EM built inventory in support of the ERP implementation in the Americas and our accounts payable declined as our fiscal calendar ended after the calendar quarter,” said Kevin Moriarty, CFO of Avnet. “Our balance sheet remains strong as we have over \$1 billion of cash on hand and approximately \$1.2 billion of available liquidity under our credit facility and accounts receivable securitization program.”

Moriarty added, “With dedicated financing already committed for the Premier Farnell offer, we are well positioned to complete the acquisition and make investments that will transform our business to satisfy the needs of our customers and suppliers around the world.”

Avnet Electronics Marketing Results

	Q4 FY16 Sales (in millions)	Year-over-Year Growth Rates	
		Reported Sales	Organic Sales
EM Total	\$ 3,939.2	(8.7)%	(8.7)%
Constant Currency ⁽¹⁾		(9.4)%	(9.4)%
Americas	\$ 1,082.2	(14.8)%	(14.8)%
EMEA	\$ 1,293.0	3.9 %	3.9 %
Constant Currency ⁽¹⁾		2.2 %	2.2 %
Asia	\$ 1,564.0	(13.2)%	(13.2)%
Constant Currency ⁽¹⁾		(13.8)%	(13.8)%
Operating Income	<u>Q4 FY16</u> \$155.6	<u>Q4 FY15</u> \$205.9	<u>Change</u> (24.4)%
Operating Income Margin	4.0 %	4.8 %	(82)bps

(1) Refer to Exhibit 99.2.

- Working capital (defined as receivables plus inventories less accounts payables) increased 17.1% from the year ago quarter driven by an increase in inventory to support the ERP implementation in the Americas region at EM and a decrease in accounts payable driven by our fiscal calendar, which ended after the calendar quarter in fiscal 2016 as opposed to before the calendar quarter in fiscal 2015

Avnet Technology Solutions Results

	Q4 FY16 Sales (in millions)	Year-over-Year Growth Rates	
		Reported Sales	Organic Sales
TS Total	\$ 2,287.6	(7.8)%	(8.9)%
Constant Currency ⁽¹⁾		(6.4)%	(7.6)%
Americas	\$ 1,382.9	(7.6)%	(8.0)%
EMEA	\$ 620.8	(0.7)%	(4.5)%
Constant Currency ⁽¹⁾		0.8 %	(3.0)%
Asia	\$ 283.9	(20.8)%	(20.8)%
Constant Currency ⁽¹⁾		(17.8)%	(17.8)%
Operating Income	<u>\$ 70.8</u>	<u>\$ 77.6</u>	<u>(8.8)%</u>
Operating Income Margin	3.1 %	3.1 %	(3)bps

(1) Refer to Exhibit 99.2.

- At a product level, year-over-year growth in services, software and networking was offset by declines in servers and storage

Fiscal 2016 Avnet Results

- Sales of \$26.2 billion, down 6.1% year over year (3.2% in constant currency)
- Gross profit margin increased 16 basis points year over year to 11.6%
- Operating income margin increased 4 basis points year over year to 3.0%
- Adjusted operating income margin decreased 6 basis points year over year to 3.4%
 - EM declined 22 basis points to 4.4% primarily due to the Americas region
 - TS increased 21 basis points to 3.3% driven by the Americas and EMEA regions
- Generated \$224 million cash from operations in fiscal 2016
 - Repurchased \$377 million in stock, paid \$89 million in dividends

	FISCAL YEARS ENDED		
	July 2, 2016	June 27, 2015	Change
\$ in millions, except per share data			
Sales	\$ 26,219.3	\$ 27,924.7	(6.1)%
Constant Currency ⁽¹⁾			(3.2)%
Operating Income	787.7	827.7	(4.8)%
Adjusted Operating Income ⁽¹⁾	895.6	972.5	(7.9)%
Net Income	506.5	571.9	(11.4)%
Adjusted Net Income ⁽¹⁾	562.1	623.1	(9.8)%
Diluted EPS	\$ 3.80	\$ 4.12	(7.8)%
Adjusted Diluted EPS ⁽¹⁾	\$ 4.22	\$ 4.49	(6.0)%

(1) Refer to Exhibit 99.2.

Outlook for First Quarter of Fiscal 2017 Ending on October 1, 2016

- Avnet sales are expected to be in the range of \$5.8 billion to \$6.4 billion
- EM sales are expected to be in the range of \$3.9 billion to \$4.2 billion and TS sales are expected to be in the range of \$1.9 billion to \$2.2 billion.
- Adjusted diluted earnings per share is expected to be in the range of \$0.84 to \$0.94 per share
- The guidance assumes 130 million average diluted shares outstanding and an adjusted tax rate of 26% to 30%

The above guidance excludes any acquisitions, the amortization of intangibles, any potential restructuring, integration and other expenses and certain income tax adjustments. In addition, the above guidance assumes that the average U.S. Dollar to Euro currency exchange rate for the first quarter of fiscal 2017 is \$1.11 to €1.00. This compares with an average exchange rate of \$1.11 to €1.00 in the first quarter of fiscal 2016 and \$1.13 to €1.00 in the fourth quarter of fiscal 2016.

In alignment with Avnet's goal to build a global embedded solutions business, Avnet transferred a portion of its embedded computing solutions business to EM Americas from TS Americas at the beginning of fiscal 2017. As a result of this transfer, approximately \$450 million of annual revenue that had been previously reported in TS will be included within EM beginning in fiscal 2017. Therefore, the above guidance for the first quarter of fiscal 2017 takes into account the transfer from TS to EM of approximately \$100 million. When adjusted for this transfer and the impact of foreign currency, the midpoint of guidance for EM and TS would represent sequential growth rates of +1% and -5%, respectively, as compared with a normal seasonal range of -2% to +2% for EM and -10% to -5% for TS.

Refer to Exhibit 99.2 to the Current Report on Form 8-K filed with the Securities and Exchange Commission on August 10, 2016, for a reconciliation of non-GAAP guidance.

Forward-Looking Statements

This document contains certain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These statements are based on management's current expectations and are subject to uncertainty and changes in facts and circumstances. The forward-looking statements herein include statements addressing future financial and operating results of Avnet and may include words such as "will," "anticipate," "intend," "estimate," "forecast," "expect," "feel," "believe," "should," and other words and terms of similar meaning in connection with any discussions of future operating or financial performance, business prospects or market conditions. Actual results may differ materially from the expectations contained in the forward-looking statements.

The following factors, among others, could cause actual results to differ materially from those described in the forward-looking statements: the Company's ability to retain and grow market share and to generate additional cash flow, risks associated with any acquisition activities and the successful integration of acquired companies, an industry down-cycle in semiconductors, IT hardware or software products, declines in sales, changes in business conditions and the economy in general, changes in market demand and pricing pressures, any material changes in the allocation of product or product rebates by suppliers, and other competitive and/or regulatory factors affecting the businesses of Avnet generally.

More detailed information about these and other factors is set forth in Avnet's filings with the Securities and Exchange Commission, including the Company's reports on Form 10-K, Form 10-Q and Form 8-K. Except as required by law, Avnet is under no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

Teleconference and Upcoming Events

Avnet will host a quarterly teleconference today at 11:00 a.m. Eastern Time. Financial information including financial statement reconciliations of GAAP to non-GAAP financial measures, will be available through www.ir.avnet.com. Please log onto the site 15 minutes prior to the start of the event to register or download any necessary software. An archive copy of the teleconference will also be available after the call.

For a listing of Avnet's upcoming events and other information, please visit Avnet's investor relations website at www.ir.avnet.com.

About Avnet

From components to cloud and design to disposal, Avnet (NYSE: AVT) accelerates the success of customers who build, sell and use technology globally by providing them with a comprehensive portfolio of innovative products, services and solutions. Avnet is a Fortune 500 company with revenues of \$26.2 billion for the fiscal year 2016. For more information, visit www.avnet.com. (AVT_IR)

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AVNET, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	Fourth Quarters Ended		Years Ended	
	July 2, 2016	June 27, 2015	July 2, 2016	June 27, 2015
	(Thousands, except per share data)			
Sales	\$6,226,812	\$6,796,331	\$26,219,279	\$27,924,657
Cost of sales	5,495,773	6,010,535	23,181,768	24,731,537
Gross profit	731,039	785,796	3,037,511	3,193,120
Selling, general and administrative expenses	542,100	561,585	2,170,524	2,274,642
Restructuring, integration and other expenses	15,966	43,734	79,318	90,805
Operating income	172,973	180,477	787,669	827,673
Other expense, net	(7,964)	(3,080)	(18,105)	(19,043)
Interest expense	(29,750)	(23,729)	(99,055)	(95,665)
Income before income taxes	135,259	153,668	670,509	712,965
Income tax expense (benefit)	38,453	(5,065)	163,978	141,052
Net income	\$ 96,806	\$ 158,733	\$ 506,531	\$ 571,913
Earnings per share:				
Basic	\$ 0.76	\$ 1.16	\$ 3.87	\$ 4.18
Diluted	\$ 0.75	\$ 1.15	\$ 3.80	\$ 4.12
Shares used to compute earnings per share:				
Basic	127,930	135,855	130,858	136,688
Diluted	129,799	137,622	133,173	138,791
Cash dividends paid per common share	\$ 0.17	\$ 0.16	\$ 0.68	\$ 0.64

AVNET, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	July 2, 2016	June 27, 2015
	(Thousands)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,031,478	\$ 932,553
Receivables, net	4,975,120	5,054,307
Inventories	2,856,231	2,482,183
Prepaid and other current assets	141,144	115,858
Total current assets	9,003,973	8,584,901
Property, plant and equipment, net	612,658	568,779
Goodwill	1,281,220	1,278,756
Intangible assets, net	78,397	99,731
Other assets	263,557	267,786
Total assets	\$ 11,239,805	\$ 10,799,953
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Short-term debt	\$ 1,152,599	\$ 331,115
Accounts payable	3,233,781	3,338,052
Accrued expenses and other	556,113	603,129
Total current liabilities	4,942,493	4,272,296
Long-term debt	1,339,204	1,646,501
Other liabilities	266,822	196,135
Total liabilities	6,548,519	6,114,932
Shareholders' equity	4,691,286	4,685,021
Total liabilities and shareholders' equity	\$ 11,239,805	\$ 10,799,953

AVNET, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	Years Ended	
	July 2, 2016	June 27, 2015
	(Thousands)	
Cash flows from operating activities:		
Net income	\$ 506,531	\$ 571,913
Non-cash and other reconciling items:		
Depreciation	98,403	95,645
Amortization	28,076	51,674
Deferred income taxes	122,734	18,436
Stock-based compensation	56,908	62,006
Other, net	48,333	87,649
Changes in (net of effects from businesses acquired):		
Receivables	25,642	(204,114)
Inventories	(367,684)	(73,226)
Accounts payable	(114,335)	156,565
Accrued expenses and other, net	(180,293)	(182,665)
Net cash flows provided by operating activities	<u>224,315</u>	<u>583,883</u>
Cash flows from financing activities:		
Issuance of notes, net of issuance costs	541,500	—
Repayment of notes	(250,000)	—
Borrowings (repayments) under accounts receivable securitization, net	80,000	35,000
Borrowings (repayments) of bank and revolving debt, net	142,840	(115,173)
Repurchases of common stock	(380,943)	(159,984)
Dividends paid on common stock	(88,594)	(87,330)
Other, net	(11,448)	(13,501)
Net cash flows provided (used) for financing activities	<u>33,355</u>	<u>(340,988)</u>
Cash flows from investing activities:		
Purchases of property, plant and equipment	(147,548)	(174,374)
Acquisitions of businesses, net of cash acquired	(19,675)	—
Other, net	14,710	(11,969)
Net cash flows used for investing activities	<u>(152,513)</u>	<u>(186,343)</u>
Effect of currency exchange rate changes on cash and cash equivalents	<u>(6,232)</u>	<u>(52,970)</u>
Cash and cash equivalents:		
— increase (decrease)	98,925	3,582
— at beginning of period	932,553	928,971
— at end of period	<u>\$ 1,031,478</u>	<u>\$ 932,553</u>

AVNET, INC.
SEGMENT INFORMATION
(UNAUDITED)

	Fourth Quarters Ended		Years Ended	
	July 2, 2016	June 27, 2015	July 2, 2016*	June 27, 2015
	(Millions)			
Sales:				
Electronics Marketing	\$ 3,939.2	\$ 4,315.9	\$ 16,566.8	\$ 17,344.7
Technology Solutions	2,287.6	2,480.5	9,652.5	10,580.0
Avnet Sales	<u>\$ 6,226.8</u>	<u>\$ 6,796.4</u>	<u>\$ 26,219.3</u>	<u>\$ 27,924.7</u>
Operating Income (Expense):				
Electronics Marketing	\$ 155.6	\$ 205.9	\$ 725.9	\$ 797.4
Technology Solutions	70.8	77.6	317.9	325.7
Corporate	(31.7)	(39.7)	(148.2)	(150.5)
	<u>194.7</u>	<u>243.8</u>	<u>895.6</u>	<u>972.5</u>
Restructuring, integration and other expenses	(16.0)	(43.7)	(79.3)	(90.8)
Amortization of intangible assets and other	(5.8)	(19.6)	(28.6)	(54.0)
Operating Income	<u>\$ 173.0</u>	<u>\$ 180.5</u>	<u>\$ 787.7</u>	<u>\$ 827.7</u>

* Sub-totals and totals may not foot due to rounding

Supplemental and Non-GAAP Financial Information

In addition to disclosing financial results that are determined in accordance with generally accepted accounting principles in the United States ("GAAP"), the Company also discloses in this document certain non-GAAP financial information including adjusted operating income, adjusted operating expenses, adjusted income tax expense, adjusted net income and adjusted diluted earnings per share, as well as sales adjusted for the impact of acquisitions and other items (as defined in the Organic Sales section of this document). There are also references to the impact of foreign currency in the discussion of the Company's results of operations. When the U.S. Dollar strengthens and the stronger exchange rates of the current year are used to translate the results of operations of Avnet's subsidiaries denominated in foreign currencies, the resulting impact is a decrease in U.S. Dollars of reported results. Conversely, when the U.S. Dollar weakens and the weaker exchange rates of the current year are used to translate the results of operations of Avnet's subsidiaries denominated in foreign currencies, the resulting impact is an increase in U.S. Dollars of reported results. In the discussion of the Company's results of operations, results excluding this impact are referred to as "excluding the impact of changes in foreign currency exchange rates" or "constant currency." Management believes organic sales and sales in constant currency are useful measures for evaluating current period performance as compared with prior periods and for understanding underlying trends. In order to determine the translation impact of changes in foreign currency exchange rates on sales, income or expense items for subsidiaries reporting in currencies other than the U.S. Dollar, the Company adjusts the average exchange rates used in current periods to be consistent with the average exchange rates in effect during the comparative period.

Management believes that operating income and operating expenses adjusted for (i) restructuring, integration and other expenses and (ii) amortization of acquired intangible assets and other, are useful measures to help investors better assess and understand the Company's operating performance, especially when comparing results with previous periods or forecasting performance for future periods, primarily because management views the excluded items to be outside of Avnet's normal operating results or non-cash in nature. Management analyzes operating income and operating expenses without the impact of these items as an indicator of ongoing margin performance and underlying trends in the business. Management also uses these non-GAAP measures to establish operational goals and, in many cases, for measuring performance for compensation purposes.

Additional non-GAAP metrics management uses are adjusted operating income margin, which is defined as adjusted operating income (as defined above) divided by sales and adjusted operating expense to gross profit ratio, which is defined as adjusted operating expenses (as defined above) divided by gross profit.

Management also believes income tax expense, net income and diluted EPS adjusted for (i) the impact of the items described above, (ii) certain items impacting other expense and (iii) certain items impacting income tax expense is useful to investors because it provides a measure of the Company's net profitability on a more comparable basis to historical periods and provides a more meaningful basis for forecasting future performance. Additionally, because of management's focus on generating shareholder value, of which net profitability is a primary driver, management believes net income and diluted EPS excluding the impact of these items provides an important measure of the Company's net profitability for the investing public.

Other metrics management monitors in its assessment of business performance include return on working capital (ROWC), return on capital employed (ROCE) and working capital velocity (WC velocity).

- ROWC is defined as annualized adjusted operating income (as defined above) divided by the sum of the monthly average balances of receivables and inventories less accounts payable.

- ROCE is defined as annualized, tax effected adjusted operating income (as defined above) divided by the monthly average balances of interest-bearing debt and equity (including the impact of adjustments to operating income discussed above) less cash and cash equivalents.

- WC velocity is defined as annualized sales divided by the sum of the monthly average balances of receivables and inventories less accounts payable.

Any analysis of results and outlook on a non-GAAP basis should be used as a complement to, and in conjunction with, results presented in accordance with GAAP.

		Quarters Ended			
	Fiscal 2016*	July 2, 2016*	April 2, 2016*	January 2, 2016*	October 3, 2015*
	\$ in thousands, except per share amounts				
GAAP selling, general and administrative expenses	\$ 2,170,524	\$ 542,100	\$ 539,038	\$ 530,831	\$ 558,556
Amortization of intangible assets and other	28,614	5,769	7,433	7,921	7,491
Adjusted operating expenses	\$ 2,141,910	\$ 536,330	\$ 531,605	\$ 522,910	\$ 551,065
GAAP operating income	\$ 787,669	\$ 172,973	\$ 181,618	\$ 226,115	\$ 206,962
Restructuring, integration and other expenses	79,318	15,966	16,172	21,222	25,958
Amortization of intangible assets and other	28,614	5,769	7,433	7,921	7,491
Total adjustments	107,932	21,736	23,605	29,143	33,449
Adjusted operating income	\$ 895,601	\$ 194,709	\$ 205,223	\$ 255,258	\$ 240,411
GAAP income tax expense	\$ 163,978	\$ 38,453	\$ 37,078	\$ 41,196	\$ 47,252
Restructuring, integration and other expenses (income tax benefit)	26,975	5,652	5,369	7,121	8,833
Amortization of intangible assets and other (income tax benefit)	8,856	2,084	2,057	2,408	2,307
Income tax adjustments, net	16,527	(1,445)	7,056	11,295	(379)
Total adjustments to income tax expense	52,358	6,290	14,482	20,824	10,761
Adjusted income tax expense	\$ 216,336	\$ 44,743	\$ 51,560	\$ 62,020	\$ 58,013
GAAP net income	\$ 506,531	\$ 96,806	\$ 123,459	\$ 156,012	\$ 130,254
Restructuring, integration and other expenses (net of tax)	52,343	10,314	10,804	14,100	17,125
Amortization of intangible assets and other (net of tax)	19,758	3,685	5,376	5,513	5,184
Income tax adjustments, net	(16,527)	1,445	(7,056)	(11,295)	379
Total adjustments to net income (net of tax)	55,575	15,445	9,124	8,318	22,688
Adjusted net income	\$ 562,106	\$ 112,251	\$ 132,582	\$ 164,330	\$ 152,942
GAAP diluted EPS	\$ 3.80	\$ 0.75	\$ 0.94	\$ 1.16	\$ 0.96
Restructuring, integration and other expenses (net of tax)	0.39	0.08	0.08	0.10	0.12
Amortization of intangible assets and other (net of tax)	0.15	0.03	0.04	0.04	0.04
Income tax adjustments, net	(0.12)	0.01	(0.05)	(0.08)	-
Total adjustments to diluted EPS (net of tax)	0.42	0.12	0.07	0.06	0.16
Adjusted EPS	\$ 4.22	\$ 0.86	\$ 1.01	\$ 1.22	\$ 1.12

* May not foot due to rounding

		Quarters Ended			
		June 27,	March 28,	December	September
	Fiscal 2015*	2015*	2015*	27,	27,
				2014*	2014*
		\$ in thousands, except per share amounts			
GAAP selling, general and administrative expenses	\$ 2,274,642	\$ 561,585	\$ 555,148	\$ 573,962	\$ 583,946
Amortization of intangible assets and other	54,049	19,603	11,187	11,052	12,208
Adjusted operating expenses	\$ 2,220,593	\$ 541,982	\$ 543,961	\$ 562,910	\$ 571,738
GAAP operating income	\$ 827,673	\$ 180,477	\$ 203,712	\$ 250,287	\$ 193,197
Restructuring, integration and other expenses	90,805	43,734	15,494	13,257	18,320
Amortization of intangible assets and other	54,049	19,603	11,187	11,052	12,208
Total adjustments	144,854	63,337	26,681	24,309	30,528
Adjusted operating income	\$ 972,527	\$ 243,814	\$ 230,393	\$ 274,596	\$ 223,725
GAAP other (expense) income, net	\$ (19,043)	\$ (3,080)	\$ (8,945)	\$ (5,524)	\$ (1,493)
Venezuela foreign currency loss	3,737	3,737	-	-	-
Adjusted other (expense) income, net	\$ (15,306)	\$ 657	\$ (8,945)	\$ (5,524)	\$ (1,493)
GAAP income tax expense	\$ 141,053	\$ (5,064)	\$ 49,367	\$ 56,391	\$ 40,358
Restructuring, integration and other expenses (income tax benefit)	24,907	13,219	3,459	3,069	5,160
Amortization of intangible assets and other (income tax benefit)	17,405	7,315	3,479	3,377	3,235
Income tax adjustments, net	55,101	45,770	(2,192)	5,597	5,926
Total adjustments to income tax expense	97,413	66,304	4,746	12,043	14,321
Adjusted income tax expense	\$ 238,466	\$ 61,240	\$ 54,113	\$ 68,434	\$ 54,679
GAAP net income	\$ 571,913	\$ 158,733	\$ 121,529	\$ 163,706	\$ 127,946
Restructuring, integration and other expenses (net of tax)	65,897	30,514	12,035	10,188	13,160
Amortization of intangible assets and other (net of tax)	36,643	12,287	7,708	7,675	8,973
Venezuela foreign currency loss (net of tax)	3,737	3,737	-	-	-
Income tax adjustments, net	(55,101)	(45,770)	2,192	(5,597)	(5,926)
Total adjustments to net income (net of tax)	51,176	768	21,935	12,266	16,207
Adjusted net income	\$ 623,089	\$ 159,501	\$ 143,464	\$ 175,972	\$ 144,153
GAAP diluted EPS	\$ 4.12	\$ 1.15	\$ 0.88	\$ 1.18	\$ 0.91
Restructuring, integration and other expenses (net of tax)	0.47	0.22	0.09	0.07	0.09
Amortization of intangible assets and other (net of tax)	0.26	0.09	0.06	0.06	0.07
Venezuela foreign currency loss (net of tax)	0.03	0.03	-	-	-
Income tax adjustments, net	(0.39)	(0.33)	0.02	(0.04)	(0.04)
Total adjustments to diluted EPS (net of tax)	0.37	0.01	0.16	0.09	0.12
Adjusted EPS	\$ 4.49	\$ 1.16	\$ 1.04	\$ 1.27	\$ 1.02

* May not foot due to rounding

Organic Sales

Organic sales is defined as reported sales adjusted for the impact of significant acquisitions, divestitures and other items by adjusting Avnet's prior periods to include the sales of acquired businesses and exclude the sales of divested businesses as if the acquisitions and divestitures had occurred at the beginning of the earliest period presented. Organic sales in constant currency is defined as organic sales (as defined above) excluding the impact of changes in foreign currency exchange rates.

The following tables present the reconciliation of reported sales to organic sales for the fourth quarters and full years of fiscal 2016 and fiscal 2015.

	Fourth Quarter Ended		Year Ended	
	As Reported and Organic Sales - Fiscal 2016	As Reported - Fiscal 2016	Acquisitions/ Divestitures ⁽¹⁾ / Estimated Extra Week ⁽²⁾	Organic Sales - Fiscal 2016
<i>(in millions)</i>				
Avnet, Inc.	\$ 6,226.8	\$ 26,219.3	\$ (464.1)	\$ 25,755.2
EM	3,939.2	16,566.8	(300.0)	16,266.8
TS	2,287.6	9,652.5	(164.1)	9,488.4
EM				
Americas	\$ 1,082.2	\$ 4,665.3	\$ (82.0)	\$ 4,583.3
EMEA	1,293.0	5,091.3	(92.0)	4,999.3
Asia	1,564.0	6,810.2	(126.0)	6,684.2
TS				
Americas	\$ 1,382.9	\$ 5,758.3	\$ (123.1)	\$ 5,635.2
EMEA	620.8	2,719.7	(18.0)	2,701.7
Asia	283.9	1,174.5	(23.0)	1,151.5

	Fourth Quarter Ended			Year Ended		
	As Reported - Fiscal 2015	Acquisitions/ Divestitures ⁽¹⁾	Organic Sales - Fiscal 2015	As Reported - Fiscal 2015	Acquisitions/ Divestitures ⁽¹⁾	Organic Sales - Fiscal 2015
<i>(in millions)</i>						
Avnet, Inc.	\$ 6,796.3	\$ 31.6	\$ 6,827.9	\$ 27,924.7	\$ 125.7	\$ 28,050.4
EM	4,315.9	—	4,315.9	17,344.7	—	17,344.7
TS	2,480.4	31.6	2,512.0	10,580.0	125.7	10,705.7
EM						
Americas	\$ 1,269.9	\$ —	\$ 1,269.9	\$ 4,922.1	\$ —	\$ 4,922.1
EMEA	1,245.0	—	1,245.0	5,004.6	—	5,004.6
Asia	1,801.0	—	1,801.0	7,418.0	—	7,418.0
TS						
Americas	\$ 1,497.2	\$ 6.6	\$ 1,503.8	\$ 6,221.9	\$ 24.1	\$ 6,246.0
EMEA	624.8	25.0	649.8	2,871.6	101.6	2,973.2
Asia	358.4	—	358.4	1,486.5	—	1,486.5

- (1) Includes the following acquisitions:
- Orchestra Service GmbH acquired in November 2015 in the TS EMEA Region
 - ExitCertified Corporation acquired in January 2016 in the TS America Region

(2) The impact of the additional week of sales in the first quarter of fiscal 2016 is estimated

	Sales		Sales As Reported		Organic Sales
	As Reported and Organic Q4-Fiscal 2016	Sales As Reported Year-Year % Change	Year-Year % Change in Constant Currency	Organic Sales Year-Year % Change	Year-Year % Change in Constant Currency
(Dollars in thousands)					
Avnet, Inc.	\$ 6,226,812	(8.4)%	(8.3)%	(8.8)%	(8.7)%
EM	3,939,249	(8.7)	(9.4)	(8.7)	(9.4)
TS	2,287,563	(7.8)	(6.4)	(8.9)	(7.6)
EM					
Americas	\$ 1,082,203	(14.8)%	—	(14.8)%	—
EMEA	1,293,090	3.9	2.2 %	3.9	2.2 %
Asia/Pacific	1,563,956	(13.2)	(13.8)	(13.2)	(13.8)
TS					
Americas	\$ 1,382,941	(7.6)%	—	(8.0)%	—
EMEA	620,751	(0.7)	0.8 %	(4.5)	(3.0)%
Asia/Pacific	283,871	(20.8)	(17.8)	(20.8)	(17.8)

ROWC, ROCE and WC Velocity

The following tables (in thousands) present the calculations for ROWC, ROCE and WC velocity.

		FY16	Q4 FY16	Q3 FY16	Q2 FY16	Q1 FY16
Sales		\$ 26,219,279	\$ 6,226,812	\$ 6,174,716	\$ 6,848,057	\$ 6,969,694
Sales, annualized ⁽¹⁾	(a)	26,219,279	\$ 24,907,248	24,698,864	27,392,228	26,385,270
Adjusted operating income ⁽²⁾		895,601	\$ 194,709	205,223	255,258	240,411
Adjusted annualized operating income ⁽¹⁾	(b)	895,601	\$ 778,836	820,892	1,021,032	910,127
Adjusted effective tax rate ⁽²⁾		27.8 %	27.8 %	27.8 %	27.8 %	27.8 %
Adjusted annualized operating income, after tax	(c)	646,713	\$ 562,397	592,765	737,287	657,203
Average monthly working capital						
Accounts receivable		4,815,529	\$ 4,768,442	4,905,736	4,982,198	4,787,201
Inventories		2,814,071	\$ 2,935,788	2,787,825	2,747,160	2,745,479
Accounts payable		(3,166,749)	\$ (3,154,351)	(3,265,178)	(3,256,725)	(3,182,154)
Average working capital	(d)	\$ 4,462,851	\$ 4,549,879	\$ 4,428,383	\$ 4,472,633	\$ 4,350,526
Average monthly capital employed	(e)	\$ 6,049,519	\$ 6,177,923	\$ 6,028,867	\$ 6,026,327	\$ 5,909,334
ROWC = (b) / (d)		20.1 %	17.1 %	18.5 %	22.8 %	20.9 %
WC Velocity = (a) / (d)		5.9	5.5	5.6	6.1	6.1
ROCE = (c) / (e)		10.7 %	9.1 %	9.8 %	12.2 %	11.1 %

		FY15	Q4 FY15	Q3 FY15	Q2 FY15	Q1 FY15
Sales		\$ 27,924,657	\$ 6,796,331	\$ 6,736,860	\$ 7,551,880	\$ 6,839,587
Sales, annualized	(a)	27,924,657	27,185,324	26,947,440	30,207,520	27,358,348
Adjusted operating income		972,527	243,814	230,393	274,596	223,725
Adjusted annualized operating income	(b)	972,527	975,256	921,572	1,098,384	894,900
Adjusted effective tax rate		27.7 %	27.7 %	27.7 %	27.7 %	27.7 %
Adjusted annualized operating income, after tax	(c)	703,332	705,305	666,481	794,351	647,192
Average monthly working capital						
Accounts receivable		5,109,326	4,979,668	5,251,882	5,318,083	4,993,653
Inventories		2,667,351	2,593,545	2,564,071	2,700,424	2,729,194
Accounts payable		(3,274,382)	(3,234,283)	(3,344,479)	(3,437,897)	(3,231,037)
Average working capital	(d)	\$ 4,502,295	\$ 4,338,930	\$ 4,471,474	\$ 4,580,610	\$ 4,491,810
Average monthly capital employed	(e)	\$ 6,077,926	\$ 5,898,475	\$ 6,028,015	\$ 6,161,858	\$ 6,101,274
ROWC = (b) / (d)		21.6 %	22.5 %	20.6 %	24.0 %	19.9 %
WC Velocity = (a) / (d)		6.2	6.3	6.0	6.6	6.1
ROCE = (c) / (e)		11.6 %	12.0 %	11.1 %	12.9 %	10.6 %

(1) Annualized amounts are based on a 53-week fiscal year.

(2) See reconciliation to GAAP amounts in the preceding tables in this Non-GAAP Financial Information section.

(3) Adjusted effective tax rate for each quarterly period in a fiscal year is based upon the currently anticipated annual effective tax rate, excluding the tax effect of the income tax adjustments above in the reconciliation to GAAP amounts in this Non-GAAP Financial Information section.

Guidance Reconciliation

The following table presents the reconciliation of non-GAAP adjusted diluted earnings per share guidance to the expected GAAP diluted earnings per share guidance for the first quarter of fiscal 2017.

		High End of Guidance Range	Low End of Guidance Range
Adjusted diluted earnings per share guidance	\$	0.94	\$ 0.84
Restructuring, integration and other expense (net of tax)		(0.06)	(0.10)
Amortization of intangibles and other (net of tax)		(0.03)	(0.04)
Income tax expense adjustments		0.02	(0.02)
GAAP diluted earnings per share guidance	\$	0.87	\$ 0.68