


# Welcome to Avnet's First Quarter Fiscal Year 2012 Teleconference and Webcast

A photograph showing two men in light blue shirts sitting at a table in a warehouse or industrial setting. They are looking at a document together. The background is filled with blue metal shelving units and various boxes and equipment, suggesting a busy industrial or distribution environment.

October 27, 2011 2:00 p.m. Eastern Time

# Safe Harbor Statement





- This presentation contains certain “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These statements are based on management’s current expectations and are subject to uncertainty and changes in factual circumstances. The forward-looking statements herein include statements addressing future financial and operating results of Avnet and may include words such as “will,” “anticipate,” “expect,” “believe,” and “should” and other words and terms of similar meaning in connection with any discussions of future operating or financial performance or business prospects. Actual results may vary 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, 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, allocations of products by suppliers, 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.

# Business Highlights








Rick Hamada  
Chief Executive Officer





# Q1 FY12 Avnet, Inc. Highlights

- Revenue  3.9% to \$6.4B Y/Y, pro forma<sup>(1)</sup>  3.6%
  - Pro forma growth was flat in constant currency after 7 quarters of strong double-digit growth
- Operating income<sup>(2)</sup> \$ flat Y/Y
  - Operating income margin<sup>(2)</sup>  13 basis points Y/Y
- EPS<sup>(2)</sup> of \$0.90
- ROCE<sup>(2)</sup> of 12.3%  Y/Y due to slowing growth

# Q1 FY12 EM Highlights

- Revenue  5.4% Y/Y to \$3.82B
  - Pro forma<sup>(1)</sup> Y/Y flat following 6 qtrs of double-digit growth
  - Pro forma<sup>(1)</sup>  7% Q/Q; typical seasonality  1% to  3%
- Operating income of \$191.2 million, roughly flat Y/Y
  - Operating income margin of 5.0% remains within or above target range 7 quarters in a row
- ROWC  823 BPS Y/Y primarily due to  working capital
- Book to bill improved during 1<sup>st</sup> 3 weeks of October

# Q1FY12 TS Highlights

- Revenue  1.9% to \$2.61B, pro forma<sup>(1)</sup>  9.7% Y/Y
  - Sequential decline worse than normal seasonality
- GP%  both Q/Q & Y/Y in all 3 regions
  - greatest increase in EMEA
- Operating income margin  28 BPS Y/Y to 2.5%
- ROWC up 364 basis points Y/Y

# Additional Financial Highlights



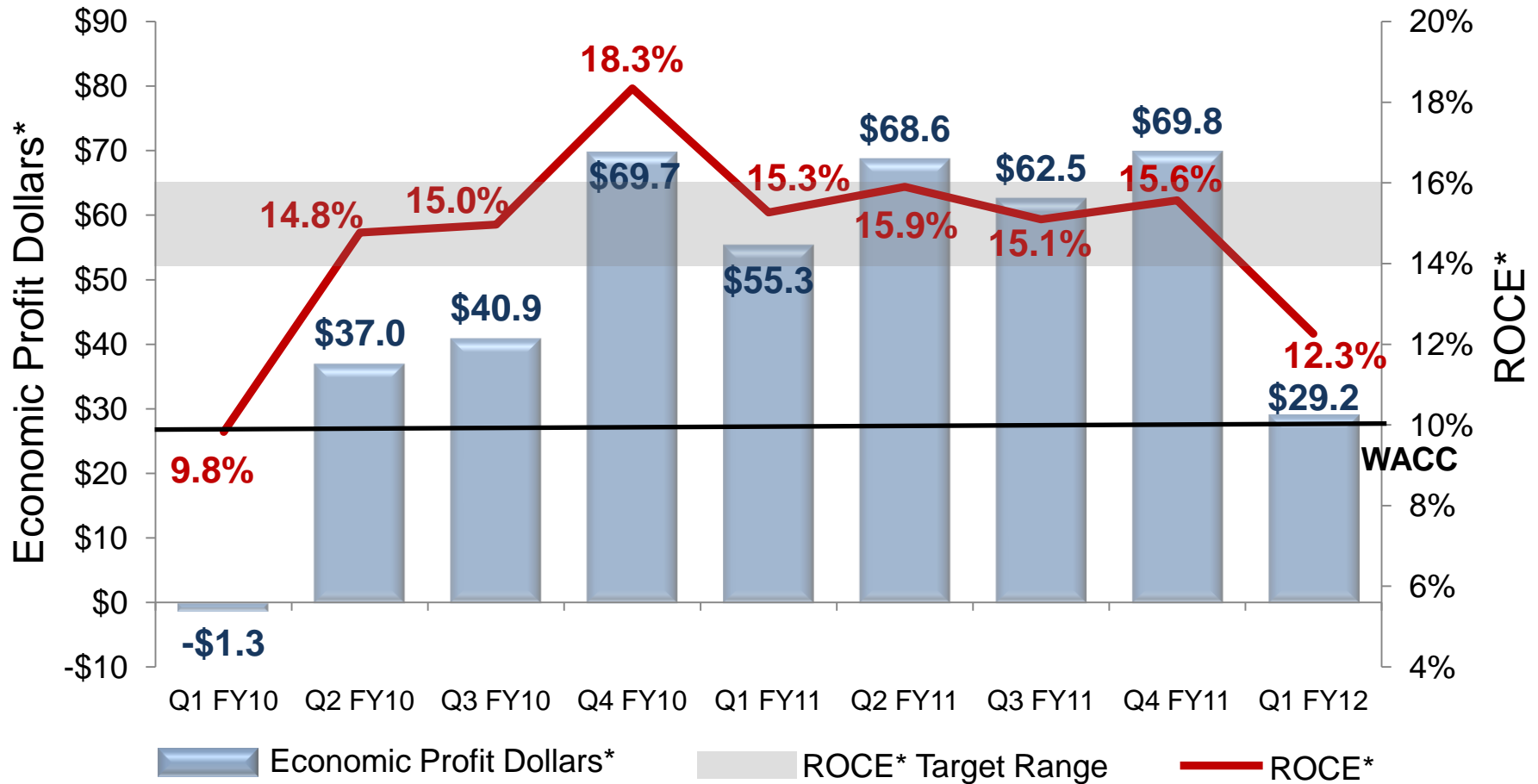
Ray Sadowski  
Chief Financial Officer

# Other Financial Highlights

- Used \$204M cash for ops due to  working capital
- Trailing 12 months cash from ops +\$186 million
- Repurchased 3.45 million shares during Q1
  - \$90.9M aggregate cost; \$81.9M settled during the quarter
  - Through the first 3 weeks of October, repurchased ~5M shares



# VBM – Creating Shareholder Value



# December 2011 Quarter Outlook (Q2 FY12) <sup>(1)</sup>

- Group Revenue
  - EM: \$3.45 to \$3.75 billion
  - TS: \$3.00 to \$3.40 billion
- Enterprise Revenue: \$6.45 to \$7.15 billion
- Non-GAAP EPS<sup>(2)</sup> : \$1.01 to \$1.09
  - Assumes 150.6 million average diluted shares outstanding and a tax rate of 29% - 31%

(1) The guidance assumes that the average Euro to U.S. Dollar currency exchange rate for the second quarter of fiscal 2012 is \$1.39 to €1.00.

(2) Excludes restructuring and integration charges related to costs reductions and acquisitions.



## Question and Answer Session

*Please feel free to contact  
Avnet's Investor Relations Personnel at:*

**480-643-7394**

**investorrelations@avnet.com**

**www.ir.avnet.com**

# Non-GAAP Results and Regulation G

- Reconciliation of the Company's reported first quarter fiscal 2011 results as adjusted is presented below:

	First Quarter Fiscal 2011			
	Op Income	Pre-tax	Net Income	Diluted EPS
	<i>\$ in thousands, except per share data</i>			
<b>GAAP results</b> .....	<b>\$ 194,462</b>	<b>\$ 204,799</b>	<b>\$ 138,174</b>	<b>\$ 0.90</b>
Restructuring, integration and other charges .....	28,067	28,067	20,161	0.13
Gain on bargain purchase and other.....	-	(29,023)	(29,577)	(0.19)
Income tax adjustments.....	-	-	13,932	0.09
Total adjustments.....	28,067	(956)	4,516	0.03
<b>Adjusted results</b> .....	<b>\$ 222,529</b>	<b>\$ 203,843</b>	<b>\$ 142,690</b>	<b>0.93</b>

# Non-GAAP Results and Regulation G

- Pro forma or Organic revenue is defined as reported revenue adjusted for (i) the impact of acquisitions by adjusting Avnet's prior periods to include the sales of businesses acquired as if the acquisitions had occurred at the beginning of fiscal 2011; (ii) the impact of a fiscal 2011 divestiture by adjusting Avnet's prior periods to exclude the sales of the business divested as if the divestiture had occurred at the beginning of fiscal 2011; and (iii) the impact of a transfer of the Latin America computing components business from TS Americas to EM Americas that occurred in the first quarter of fiscal 2012, which did not have an impact to Avnet on a consolidated basis but did impact the pro forma sales for the groups by \$116 million in the first quarter of fiscal 2011. Sales taking into account the combination of these adjustments is referred to as "pro forma sales" or "organic sales".

	<b>Revenue as Reported</b>	<b>Acquisition / Divested Revenue</b>	<b>Pro forma Revenue</b>
		<i>(in thousands)</i>	
Q1 Fiscal 2012.....	\$ 6,426,006	\$ 19,277	\$ 6,445,283
Q1 Fiscal 2011.....	\$ 6,182,388	\$ 37,156	\$ 6,219,544
Q2 Fiscal 2011.....	6,767,495	(23,329)	6,744,166
Q3 Fiscal 2011.....	6,672,404	84,920	6,757,324
Q4 Fiscal 2011.....	6,912,126	89,316	7,001,442
Fiscal year 2011.....	\$ 26,534,413	\$ 188,063	\$ 26,722,476

# Non-GAAP Results and Regulation G

References to restructuring, integration and other charges, and other items and/or the exclusion thereof refer to the following charges taken in the quarters indicated (with reference to the appropriate SEC filing in which further disclosure of these charges first appeared):

- Q4FY11 - Restructuring, integration and other charges of \$7.3 million pre-tax related to the integration of businesses acquired; a credit of \$3.6 million pre-tax related to the reversal of restructuring and purchase accounting reserves established in prior years; and a tax benefit of \$52.7 million related primarily to the release of tax reserves against deferred tax assets that were determined to be realizable during the fourth quarter of fiscal 2011 (Form 8-K filed August 10, 2011 and Form 10-K filed August 12, 2011)
- Q3 FY11 - Restructuring, integration and other charges of \$16.3 million pre-tax were incurred in connection with the acquisition and integration of acquired businesses. A loss on investments of \$6.3 million pre-tax related to the write down of investments in smaller technology start-up companies and income tax adjustments of \$3.0 million primarily related to uncertainty surrounding deferred tax assets, additional transfer pricing exposure and audit settlements. (Form 8-K filed April 28, 2011 and Form 10-Q filed April 29, 2011)
- Q2FY11 - Restructuring, integration and other charges of \$29.1 million pre-tax which were incurred primarily in connection with the acquisition and integration of acquired businesses and consisted of \$10.6 million pre-tax for severance, \$11.5 million pre-tax for facility exit related costs, fixed asset write downs and other related charges, \$8.8 million pre-tax for integration-related costs, \$1.3 million pre-tax for transaction costs associated with acquisitions, \$0.4 million pre-tax for other charges, and a reversal of \$3.5 million to adjust prior year restructuring reserves; and income tax adjustments of \$2.9 million primarily related to uncertainty surrounding deferred tax assets and additional transfer pricing exposure. (Form 8-K Filed January 27, 2011 and Form 10-Q filed January 28, 2011)
- Q1FY11 - Restructuring, integration and other charges of \$28.1 million pre-tax which were incurred primarily in connection with the acquisition and integration of acquired businesses. A gain on the bargain purchase of \$31.0 million pre-and after tax related to the Unidux acquisition for which the gain was not taxable partially offset by \$2.0 million pre-tax of charges primarily related to the write down of two buildings in EMEA; and an income tax adjustment of \$13.9 million primarily related to the non-cash write-off of a deferred tax asset associated with the integration of an acquisition. (Form 8-K filed October 28, 2010 and Form 10-Q filed October 29, 2010)
- Q3FY10 - Restructuring, integration and other charges of \$7.3 million pre-tax which included (i) \$6.5 million pre-tax for a value-added tax exposure in Europe related to an audit of prior years, (ii) \$2.1 million pre-tax related to acquisition-related costs, and (iii) a credit of \$1.3 million pre-tax related to reversals of restructuring reserves no longer deemed necessary. Gain on the sale of assets of \$3.2 million pre-tax as a result of a final earn-out payment associated with the earlier sale of the Company's equity investment in Calence LLC. A net tax benefit of \$2.3 million related to adjustments for a prior year tax return and a benefit from a favorable income tax audit settlement partially offset by additional tax reserves for existing tax positions. (Form 8-K Filed April 29, 2010 and Form 10-Q filed April 30, 2010)
- Q2 FY10 – The Company recognized a gain on the sale of assets amounting to \$5.5 million pre-tax, \$3.4 million after tax and \$0.02 per share on a diluted basis, as a result of certain earn-out provisions associated with the earlier sale of the Company's prior equity investment in Calence. (Form 8-K filed January 28, 2010 and Form 10-Q filed January 29, 2010)
- The Company occasionally refers to comparative results in both reported dollars and constant dollars. Reported dollars reflect the GAAP results while constant dollars reflect the adjustment for fluctuations in foreign currency exchange rates between the two comparative periods.
- Return on Capital Employed (ROCE) is defined as annualized tax effected operating income, excluding restructuring, integration, impairment charges and other items, divided by the monthly average balances of interest-bearing debt and equity (including the impact of restructuring, integration, impairment charges and other items) less cash and cash equivalents.
- Return on Working Capital (ROWC) is defined as annualized operating income, excluding restructuring, integration and other items, divided by the sum of the monthly average balances of receivables and inventory less accounts payable.
- Working capital is defined as receivables plus inventory less accounts payable.
- Economic profit dollars is defined as tax effected operating income, excluding restructuring, integration, impairment charges and other items, less the monthly average balances of interest-bearing debt and equity (including the impact of restructuring, integration, impairment charges and other items) less cash and cash equivalents multiplied by 10% per annum charge on capital.

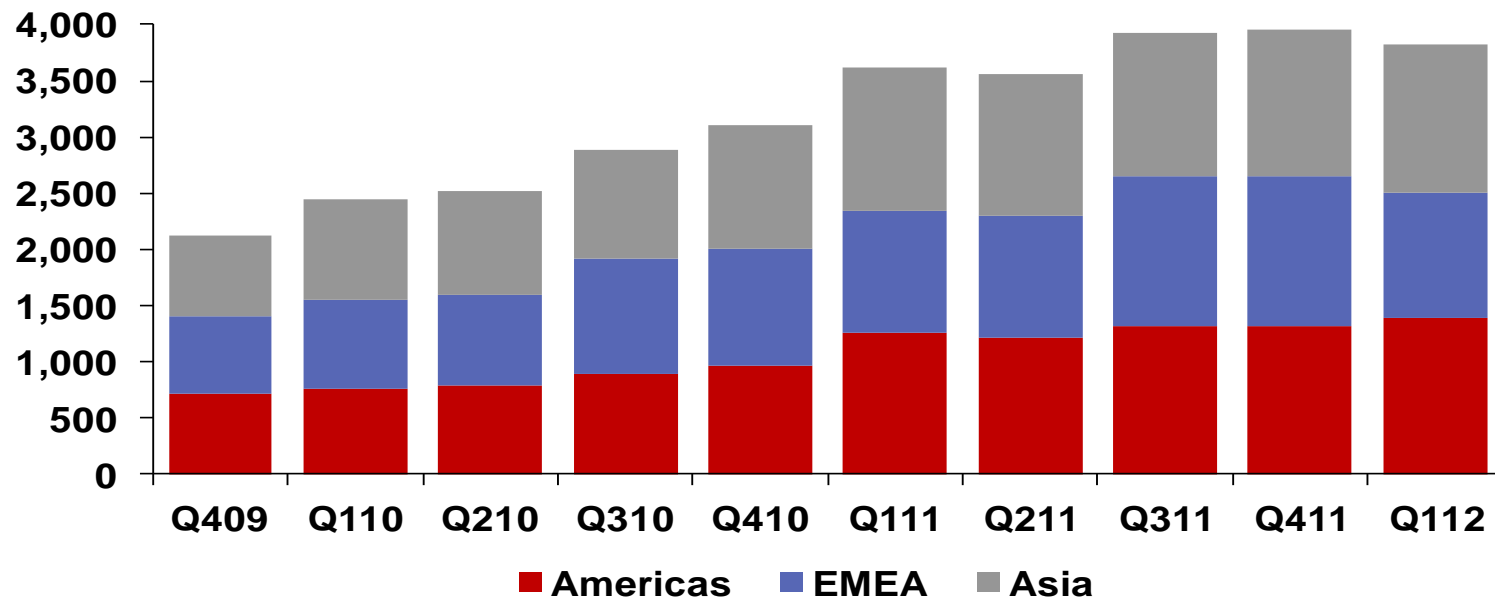
# Appendix



# EM Revenue

(in millions)

## Revenue



### EM Revenue Breakdown

	<i>Jun-09</i>	<i>Sep-09</i>	<i>Dec-09</i>	<i>Mar-10</i>	<i>Jun-10</i>	<i>Sep-10</i>	<i>Dec-10</i>	<i>Mar-11</i>	<i>Jun-11</i>	<i>Sep-11</i>
Americas	\$ 0.71	\$ 0.76	\$ 0.79	\$ 0.90	\$ 0.99	\$ 1.26	\$ 1.22	\$ 1.32	\$ 1.32	\$ 1.38
EMEA	0.69	0.79	0.80	1.02	1.04	1.08	1.08	1.33	1.33	1.13
Asia	0.73	0.89	0.93	0.97	1.10	1.28	1.26	1.28	1.31	1.31
<b>Total</b>	<b>\$ 2.13</b>	<b>\$ 2.44</b>	<b>\$ 2.52</b>	<b>\$ 2.89</b>	<b>\$ 3.12</b>	<b>\$ 3.62</b>	<b>\$ 3.56</b>	<b>\$ 3.93</b>	<b>\$ 3.96</b>	<b>\$ 3.82</b>

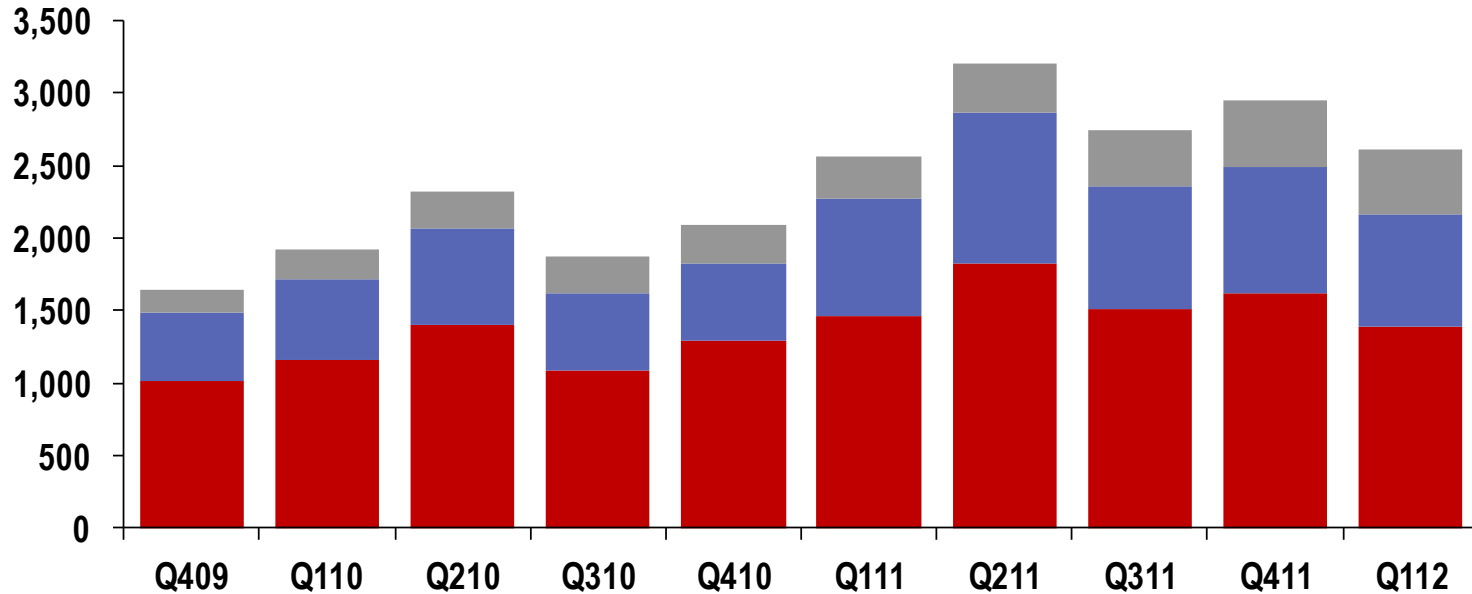
(in billions)



# TS Revenue

(in millions)

## Revenue



### TS Revenue Breakdown

■ Americas ■ EMEA ■ Asia

	Jun-09	Sep-09	Dec-09	Mar-10	Jun-10	Sep-10	Dec-10	Mar-11	Jun-11	Sep-11
Americas	\$ 1.02	\$ 1.16	\$ 1.40	\$ 1.08	\$ 1.29	\$ 1.46	\$ 1.82	\$ 1.51	\$ 1.61	\$ 1.39
EMEA	0.46	0.56	0.67	0.53	0.53	0.81	1.05	0.85	0.88	0.78
Asia	0.16	0.20	0.25	0.26	0.27	0.29	0.34	0.39	0.46	0.44
<b>Total</b>	<b>\$ 1.64</b>	<b>\$ 1.92</b>	<b>\$ 2.32</b>	<b>\$ 1.87</b>	<b>\$ 2.09</b>	<b>\$ 2.56</b>	<b>\$ 3.21</b>	<b>\$ 2.75</b>	<b>\$ 2.95</b>	<b>\$ 2.61</b>

(in billions)