FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL											
	OMB Number:	3235-0287										
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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 ar		2. Issuer Name and Ticker or Trading Symbol AVNET INC [AVT]								(Ch	Relationship leck all app X Direct	icable)		erson(s) to Issuer 10% Owner						
						3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004									Office below	r (give title ')		Other (below)	specify	
2211 SOUTH 47TH STREET					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street) PHOENI	X A	Z 85034											Lin	X Form	n filed by One Reporting Person n filed by More than One Reporting son					
(City) (S		ate) ((Zip)																	
		Tab	le I - Non	-Deriv	ative	Sec	curiti	es A	cquired,	Dis	posed	of, or B	ene	ficial	ly Owne	d				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution Da			Code (Instr.						Benefic	ies cially Following	Form (D) o	n: Direct or Indirect	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	t (A) or Pi		Price	Transa (Instr. 3	ction(s)			(Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date, 1	4. Transactio Code (Inst		on of		6. Date Exe Expiration (Month/Dat	Date	Amount Securiti Underly Derivati		Title and mount of ecurities nderlying erivative Security nstr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Ownership Form:	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		xpiration ate	Title	or Nur of	ount mber ares						
Phantom Stock Units	\$0 ⁽¹⁾	12/01/2004			A		167		(1)		(1)	Common Stock	1	67	\$18.49	9,090		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:

Catherine R. Hardwick, by power of attorney 12/02/2004

Date

** Signature of Reporting Person

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

- * 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.

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