SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMP Number 2225 0207

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l	hours per response:	0.5
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L		3233-0207

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol AVNET INC [AVT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
FELDBERG HARLEY				Director 10% Owner					
				X Officer (give title Other (specify below)					
			3. Date of Earliest Transaction (Month/Day/Year) 08/09/2007	Senior Vice President					
2211 SOUTH	47TH STREET	Г							
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)				Line) X Form filed by One Reporting Person					
PHOENIX AZ 85034		85034							
p				Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/09/2007		A		8,585(1)	A	\$ <mark>0</mark>	28,297 ⁽³⁾	D	
Common Stock								23,051	I	By Wilkins- Feldberg Family Trust

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. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ed ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date		te of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Employee Stock Option (right to buy)	\$34.34	08/09/2007		A		19,852		(2)	08/08/2017	Common Stock	19,852	\$0	19,852	D			

Explanation of Responses:

1. Incentive stock grant will vest in five equal installments. The first installment will vest in January 2008, 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 28,297 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.

Remarks:

Jun Li, by power of attorney

** Signature of Reporting Person

08/13/2007

Date

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.

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.