

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>GALLAGHER PHILIP R</b>  (Last) (First) (Middle) <b>C/O AVNET, INC.</b> <b>2211 SOUTH 47TH STREET</b>  (Street) <b>PHOENIX AZ 85034</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>AVNET INC [ AVT ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below)  <b>Senior Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>05/03/2011</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/03/2011		M		9,608	A	\$24.78	30,380	D	
Common Stock	05/03/2011		F		7,399 <sup>(1)</sup>	D	\$37.07	22,981	D	
Common Stock	05/03/2011		M		1,875	A	\$16.15	24,856	D	
Common Stock	05/03/2011		F		1,141 <sup>(1)</sup>	D	\$37.07	23,715	D	
Common Stock	05/03/2011		S		2,933	D	\$37.07	21,081 <sup>(2)(3)</sup>	D	
Common Stock								28,846	I	By 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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
Employee Stock Option (right to buy)	\$24.78	05/03/2011		M		9,608		(4)	09/22/2015	Common Stock	9,608	\$24.78	0	D	
Employee Stock Option (right to buy)	\$16.15	05/03/2011		M		1,875		(5)	03/01/2019	Common Stock	1,875	\$16.15	5,625	D	

**Explanation of Responses:**

- Surrender of shares in connection with cashless exercise and applicable taxes.
- Includes 15,933 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares allotted but not yet delivered.
- Includes 299 shares acquired under the Avnet, Inc. Employee Stock Purchase Plan during February - April 2011.
- The option vested in four annual installments on September 23, 2006, 2007, 2008 and 2009.
- The option vests in four annual installments on March 2, 2010, 2011, 2012 and 2013.

**Remarks:**

Jun Li, by power of attorney      05/04/2011

\*\* Signature of Reporting Person      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.