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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

		Reporting Person* PHILIP R						e and Tid NC [A		ading	Symbol			(Che	elationship o eck all applio Directo	cable) r	g Person	10% Ow	ner
(Last) (First) (Middle) C/O AVNET, INC. 2211 SOUTH 47TH STREET					3. Date of Earliest Transaction (Month/Day/Year) 08/11/2011										below)	icer (give title Other (specify below) Senior Vice President			
(Street) PHOENI	IX A	Z	85034 (Zip)		4.	If Ame	endme	nt, Date	of Origin	al File	d (Month/Da	ay/Year	·)	Line	X Form fi	led by One	e Reportir	ng Persor	1
		Tak	le I - No	n-Deri	vativ	e Se	curit	ties Ac	quirec	l, Dis	sposed o	f, or	Ben	eficiall	y Owned				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. r) 8)		n Disposed					es ally Following	6. Owne Form: D (D) or In (I) (Instr	irect direct E	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	Code V		mount (A) or (D)		Price	Reported Transact (Instr. 3 a	ion(s)			
Common Stock			08/1	11/2011				A		7,570)	A	\$0 ⁽¹⁾	28,	641	D			
Common	Common Stock			08/1	08/12/2011				A		5,680		A	\$0 ⁽²⁾	34,	321	D		
Common	Stock			08/1	2/201	L1			F		2,308	(3)	D	\$27.92	2 32,19	91(4)(5)	D		
Common	Stock														28,	846	I	I	By Family Frust
			Table II -								osed of, converti				Owned				<u> </u>
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/Da	Date,	4. Transa Code (8)				6. Date Expirati (Month)	on Dat		7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		es Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ON FC Di Or (I)	n. wnership orm: rect (D) Indirect (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	de V	(A)	(D)	Date Exercis		Expiration Date	Title		Amount or Number of Shares					
Common Stock (right to	\$27.94	08/12/2011			A			21,152	(6)		08/10/2021	Comn		21,152	\$0	21,152	2	D	

Explanation of Responses:

- 1. Incentive stock grant will vest in five equal installments. The first installment will vest in January 2012, with the balance to vest in four equal annual installments thereafter.
- 2. Performance share earnout.
- 3. Surrender of shares to satisfy tax with holding.
- 4. Includes 178 shares acquired under the Avnet, Inc. Employee Stock Purchase Plan from May 2001 through July 2011.
- 5. Includes 15,933 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.
- 6. The option is exercisable in four equal annual installments beginning on the first anniversary of the date of grant.

Remarks:

<u>Jun Li, by power of attorney</u>
** Signature of Reporting Person

08/15/2011

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.