SEC Form 4

FORM 4

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

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

1. Name and Address of Reporting Person[*] **FELDBERG HARLEY**	2. Issuer Name **and** Ticker or Trading Symbol **AVNET INC** [AVT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) C/O AVNET, INC. 2211 SOUTH 47TH STREET	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2007	Director ___ 10% Owner ___ X Officer (give title below) ___ Other (specify below) ___ **Senior Vice President**
(Street) PHOENIX AZ 85034	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ___ 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)		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	01/30/2007		M		5,000	A	$17.88	31,578	D	
Common Stock	01/30/2007		M		12,000	A	$17.88	43,578	D	
Common Stock	01/30/2007		M		12,930	A	$17.47	56,508	D	
Common Stock	01/30/2007		S		330	D	$30.2	56,178	D	
Common Stock	01/30/2007		S		600	D	$30.17	55,578	D	
Common Stock	01/30/2007		S		500	D	$30.16	55,078	D	
Common Stock	01/30/2007		S		1,800	D	$30.15	53,278	D	
Common Stock	01/30/2007		S		200	D	$30.14	53,078	D	
Common Stock	01/30/2007		S		200	D	$30.13	52,878	D	
Common Stock	01/30/2007		S		900	D	$30.12	51,978	D	
Common Stock	01/30/2007		S		3,300	D	$30.12	48,678	D	
Common Stock	01/30/2007		S		3,300	D	$30.09	45,378	D	
Common Stock	01/30/2007		S		600	D	$30.18	44,778	D	
Common Stock	01/30/2007		S		300	D	$30.19	44,478	D	
Common Stock	01/30/2007		S		12,900	D	$30.08	31,578	D	
Common Stock	01/30/2007		G		4,328	D	$0[1]	27,250[2]	D	
Common Stock	01/30/2007		G		4,328	A	$0[1]	14,513	I	By Wilkins-Feldberg Family Trust
Common Stock	01/30/2007		S		3,000	D	$30.14	11,513	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. 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)
										X	

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	Amount or Number of Shares				
Employee Stock Option (right to buy)	$17.88	01/30/2007		M			5,000	(3)	09/24/2008	Common	5,000	$17.88	0	D	
Employee Stock Option (right to buy)	$17.88	01/30/2007		M			12,000	(3)	09/24/2008	Common Stock	12,000	$17.88	0	D	
Employee Stock Option (right to buy)	$17.47	01/30/2007		M			12,930	(4)	09/22/2014	Common Stock	12,930	$17.47	12,930	D	

Explanation of Responses:

1. Transfer to the Wilkins-Feldberg Family Trust.

2. Includes 19,712 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.

3. The option vested in four annual installments on September 25, 1999, 2000, 2001 and 2002.

4. The option vests in four annual installments on September 23, 2005, 2006, 2007 and 2008.

Remarks:

Jun Li, by power of attorney   01/31/2007

** 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.

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