# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

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* <u>BIRK DAVID R</u>						2. Issuer Name and Ticker or Trading Symbol AVNET INC [ AVT ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
(Last) (First) (Middle) C/O AVNET, INC. 2211 SOUTH 47TH STREET						3. Date of Earliest Transaction (Month/Day/Year) 08/09/2012									X Officer (give title Other (specify below)  Senior Vice President					
(Street) PHOENIX AZ 85034  (City) (State) (Zip)					_ 4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
		Tab	le I - No	n-Deri	vativ	e Se	ecurities	s Ac	quired,	Dis	posed o	f, or B	ene	ficially	/ Owned					
1. Title of Security (Instr. 3)				Date	saction /Day/Ye	ear)	2A. Deeme Execution if any (Month/Da	3. Transaction Code (Instr. r) 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)					es ally Following	Form (D) or	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) (D)	or	Price	Reported Transact (Instr. 3	ion(s)				
Common Stock					/09/2012				A		7,710	) A \$		<b>\$0</b> <sup>(1)</sup>	87	87,482		D		
Common Stock 0					.0/201	2			A		12,70	1 A	1	<b>\$0</b> <sup>(2)</sup>	100	100,183		D		
Common Stock 08/					0/201	012		F		3,892(	3) I	)	\$32.22	96,291(4)			D			
		-	Table II -								osed of, convertil				Owned					
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	ed Date,	4. Transa Code ( 8)	ection	5. Number of		6. Date E Expiratio (Month/D	xercis	able and 7. Title of Secu		le and Amount		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	or Nu of	umber						
Employee Stock Option (right to	\$32.43	08/09/2012			A		22,028		(5)		08/08/2022	Commo Stock	n 22	2,028	\$0	22,02	8	D		

### **Explanation of Responses:**

- 1. Incentive stock grant will vest in five equal installments. The first installment will vest in January 2013, with the balance to vest in four equal annual installments thereafter.
- 2. Performance share earnout.
- 3. Surrender of shares to satisfy tax withholding.
- 4. Includes 22,494 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.
- 5. The option is exercisable in four equal annual installments beginning on the first anniversary of the date of grant.

# Remarks:

Michael McCoy, by power of <u>attorney</u>

08/13/2012

\*\* 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.