

MITCHELL WILLIAM

Form 4

May 12, 2009

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MITCHELL WILLIAM

2. Issuer Name **and** Ticker or Trading
Symbol
ARROW ELECTRONICS INC
[ARW]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ARROW ELECTRONICS, INC., 50
MARCUS DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
05/11/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)
MELVILLE, NY 11747

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 ⁽¹⁾	05/11/2009		S		200	D	\$ 22.16	67,890	D
Common Stock	05/11/2009		S		200	D	\$ 22.13	67,690	D
Common Stock	05/11/2009		S		300	D	\$ 22.12	67,390	D
Common Stock	05/11/2009		S		100	D	\$ 22.11	67,290	D
Common Stock	05/11/2009		S		200	D	\$ 22.1	67,090	D

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Common Stock	05/11/2009	S	300	D	\$ 22.09	66,790	D
Common Stock	05/11/2009	S	100	D	\$ 22.08	66,690	D
Common Stock	05/11/2009	S	300	D	\$ 22.07	66,390	D
Common Stock	05/11/2009	S	100	D	\$ 22.06	66,290	D
Common Stock	05/11/2009	S	100	D	\$ 22.05	66,190	D
Common Stock	05/11/2009	S	100	D	\$ 22.03	66,090	D
Common Stock	05/11/2009	S	317	D	\$ 22.02	65,773	D
Common Stock	05/11/2009	S	200	D	\$ 22.01	65,573	D
Common Stock	05/11/2009	S	400	D	\$ 22	65,173	D
Common Stock	05/11/2009	S	500	D	\$ 21.99	64,673	D
Common Stock	05/11/2009	S	483	D	\$ 21.98	64,190	D
Common Stock	05/11/2009	S	600	D	\$ 21.97	63,590	D
Common Stock	05/11/2009	S	600	D	\$ 21.96	62,990	D
Common Stock	05/11/2009	S	100	D	\$ 21.95	62,890	D
Common Stock	05/11/2009	S	200	D	\$ 21.94	62,690	D
Common Stock	05/11/2009	S	100	D	\$ 21.93	62,590	D
Common Stock	05/11/2009	S	900	D	\$ 21.92	61,690	D
Common Stock	05/11/2009	S	300	D	\$ 21.91	61,390	D
Common Stock	05/11/2009	S	400	D	\$ 21.9	60,990	D
Common Stock	05/11/2009	S	100	D	\$ 21.89	60,890	D
	05/11/2009	S	100	D		60,790	D

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Common Stock					\$ 21.88			
Common Stock	05/11/2009		S	100	D	\$ 21.87	60,690	D
Common Stock							700	I
								By Trust
Common Stock							840	I
								Held in the Company's Employee Stock Ownership Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MITCHELL WILLIAM ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747	X

Signatures

Jade E. Osorio,
Attorney-in-fact

05/12/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

(1) Form 4 - William E. Mitchell, Arrow Electronics, Inc. [Filing 2 of 2]

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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