WADDELL JOHN C

Form 5

February 12, 2007

Transactions Reported

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4

1. Name and Address of Reporting Person * WADDELL JOHN C			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) (I	Middle)	3. Stateme (Month/Da 12/31/20	Fiscal Year Ended			_X Director Officer (give pelow)		Owner er (specify		
_	ECTRONICS, IARCUS DRIVI	Ξ	12/31/20	, , , , , , , , , , , , , , , , , , ,							
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				(6. Individual or Joint/Group Reporting			
								(check applicable line)			
MELVILLE, NY 11747 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person Person											
(City)	(State)	(Zip)	Table	e I - Non-Deri	vative Sec	urities	s Acqui	ired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securit Acquired Disposed (Instr. 3,	(A) o of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	Â	Â		Â	Â	Â	Â	7,576	D	Â	

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

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 control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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]	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. Num of Deriv Secu Acqui (A) of Dispo of (D (Instrument)) (Instrument)	vative rities aired or cosed o	-		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
						(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 27.5	Â	Â	Â	Â	Â	05/14/1999	05/14/2008	Common Stock	4,
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 18.125	Â	Â	Â	Â	Â	05/14/2000	05/14/2009	Common Stock	4,
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 33.6875	Â	Â	Â	Â	Â	05/23/2001	05/23/2010	Common Stock	4,
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 26.52	Â	Â	Â	Â	Â	05/11/2002	05/11/2011	Common Stock	4,
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 26.23	Â	Â	Â	Â	Â	05/23/2003	05/23/2012	Common Stock	4,
]	Non-Employee Directors Plan Stock Option (right to buy)	\$ 16.51	Â	Â	Â	Â	Â	05/23/2004	05/23/2013	Common Stock	4,
	Restricted Stock Units	Â	Â	Â	Â	Â	Â	(2)	(2)	Common Stock	4,8

Reporting Owners

Reporting Owner Name / Address	Relationships						
<u>.</u>	Director	10% Owner	Officer	Othe			
WADDELL JOHN C	ÂΧ	Â	Â	Â			
ARROW FLECTRONICS INC							

Reporting Owners 2

50 MARCUS DRIVE MELVILLE, NYÂ 11747

Signatures

Lori McGregor Attorney-in-fact

02/12/2007

**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) Includes shares held in the reporting person's qualified IRA.
- (2) Restricted Stock Units settled by (i) the issuance of shares of Common Stock on a one-for-one basis following termination of services as a Director, or (ii) payment of the fair market value of an equivalent number of shares of common stock following a change of control.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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