

ARROW ELECTRONICS INC  
Form 4  
July 28, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LONG MICHAEL J

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)

3. Date of Earliest Transaction (Month/Day/Year)  
07/27/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President

ARROW ELECTRONICS, INC., 50  
MARCUS DRIVE

(Street)

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

MELVILLE, NY 11747

(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	07/27/2005		M <sup>(1)</sup>	20,600 A \$ 26.25	66,867	D	
Common Stock	07/27/2005		M <sup>(1)</sup>	10,000 A \$ 25.85	76,867	D	
Common Stock	07/27/2005		S <sup>(1)</sup>	10,400 D \$ 30	66,467	D	
Common Stock	07/27/2005		S <sup>(1)</sup>	2,400 D \$ 30.01	64,067	D	
Common Stock	07/27/2005		S <sup>(1)</sup>	200 D \$ 30.03	63,867	D	

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Common Stock	07/27/2005	S <sup>(1)</sup>	2,400	D	\$ 30.04	61,467	D
Common Stock	07/27/2005	S <sup>(1)</sup>	3,500	D	\$ 30.05	57,967	D
Common Stock	07/27/2005	S <sup>(1)</sup>	2,500	D	\$ 30.06	55,467	D
Common Stock	07/27/2005	S <sup>(1)</sup>	3,200	D	\$ 30.07	52,267	D
Common Stock	07/27/2005	S <sup>(1)</sup>	1,600	D	\$ 30.08	50,667	D
Common Stock	07/27/2005	S <sup>(1)</sup>	4,400	D	\$ 30.09	46,267 <sup>(2)</sup>	D

Common Stock						2,319.812	I	Held in the Company's Employee Stock Ownership Plan
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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 1474  
(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)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 26.25	07/27/2005		M <sup>(1)</sup>	20,600	01/02/1998	01/02/2007	Common Stock	20,600
Employee Stock Option	\$ 25.85	07/27/2005		M <sup>(1)</sup>	10,000	02/21/2002	02/21/2011	Common Stock	10,000

(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONG MICHAEL J ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747			Vice President	

## Signatures

Lori McGregor  
Attorney-in-fact

07/28/2005

\_\_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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 18, 2005.
  - (2) Includes shares subject to the vesting provisions of the Company's Restricted Stock Plan.

Note: File three copies of this Form, one of which must be manually signed. If space 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.