AVNET INC Form 4 November 13, 2006

## FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005

**OMB APPROVAL** 

Section 16.
Form 4 or
Form 5
obligations
may continue

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

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may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BIRK DAVID R			2. Issuer Name <b>and</b> Ticker or Trading Symbol AVNET INC [AVT]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
C/O AVNET, I 47TH STREET		SOUTH	(Month/Day/Year) 11/09/2006	Director 10% Owner _X Officer (give title Other (specify below) Snr VP, Secretary Gen. Counsel			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
PHOENIX, AZ 85034			Filed(Month/Day/Year)	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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	11/09/2006		M	60,000	A	\$ 17.88	97,624	D		
Common Stock	11/09/2006		F	47,674	D	\$ 24.81	49,950	D		
Common Stock	11/09/2006		M	25,000	A	\$ 17.5	74,950	D		
Common Stock	11/09/2006		F	19,582	D	\$ 24.81	55,368	D		
Common Stock	11/09/2006		M	37,500	A	\$ 12.95	92,868	D		

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Common Stock	11/09/2006	F	24,316	D	\$ 24.81	68,552	D
Common Stock	11/09/2006	S	1,600	D	\$ 25.01	66,952	D
Common Stock	11/09/2006	S	600	D	\$ 25	66,352	D
Common Stock	11/09/2006	S	100	D	\$ 24.94	66,252	D
Common Stock	11/09/2006	S	2,600	D	\$ 24.9	63,652	D
Common Stock	11/09/2006	S	300	D	\$ 24.88	63,352	D
Common Stock	11/09/2006	S	13,300	D	\$ 24.84	50,052 (4) (5)	D

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

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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. Transactic Code (Instr. 8)	5. Number of or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.88	11/09/2006		M	60,000	<u>(1)</u>	09/24/2008	Common Stock	60,000
Employee Stock Option (right to buy)	\$ 17.5	11/09/2006		M	25,000	(2)	09/26/2011	Common Stock	25,000
-	\$ 12.95	11/09/2006		M	37,500	(3)	09/19/2012		37,500

**Employee** Common Stock Option (right to

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

BIRK DAVID R C/O AVNET, INC. 2211 SOUTH 47TH STREET PHOENIX, AZ 85034

Snr VP, Secretary Gen. Counsel

Stock

#### **Signatures**

buy)

/s/ David R. 11/10/2006 Birk

\*\*Signature of Date Reporting Person

#### **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) The option vested in annual installments on September 25, 1999, 2000, 2001 and 2002.
- (2) The option vested in annual installments on September 27, 2002, 2003, 2004 and 2005.
- (3) The option vested in annual installments on September 20, 2003, 2004, 2005 and 2006.
- Includes 95 shares acquired under the Avnet, Inc. Employee Stock Purchase Plan from August 2006 through October 2006.
- (5) Includes 19,780 shares as to which the Reporting Person disclaims beneficial ownership for incentive shares alloted but not yet delivered.

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.

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