

AVNET INC

Form 4

November 17, 2014

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PHILLIPS STEVEN R

(Last) (First) (Middle)

**C/O AVNET, INC., 2211 SOUTH
47TH STREET**

(Street)

PHOENIX, AZ 85034

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AVNET INC [AVT]

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	11/14/2014		S		200	D \$ 42.85	18,067 D
Common Stock	11/14/2014		S		200	D \$ 42.86	17,867 D
Common Stock	11/14/2014		S		765	D \$ 42.87	17,102 D
Common Stock	11/14/2014		S		900	D \$ 42.875	16,202 D
Common Stock	11/14/2014		S		1,574	D \$ 42.88	14,628 D

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Common Stock	11/14/2014	S	500	D	\$ 42.885	14,128	D	
Common Stock	11/14/2014	S	100	D	\$ 42.89	14,028	D	
Common Stock	11/14/2014	S	100	D	\$ 42.8975	13,928	D	
Common Stock	11/14/2014	S	300	D	\$ 42.9	13,628	D	
Common Stock	11/14/2014	S	300	D	\$ 42.905	13,328	D	
Common Stock	11/14/2014	S	200	D	\$ 42.91	13,128	D	
Common Stock	11/14/2014	S	335	D	\$ 42.915	12,793 ⁽¹⁾	D	
Common Stock						9,952	I	By Family Trust

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 Beneficially Owned Following Reported Transaction (Instr. 5)
				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

Reporting Owners

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

Senior Vice President

Signatures

/s/ Michael R. McCoy, by power of
attorney

11/17/2014

__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 12,793 shares to which the Reporting Person disclaims beneficial ownership for incentive shares allotted 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.

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