

AVNET INC
Form 8-K
September 26, 2002

Table of Contents

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): September 26, 2002

AVNET, INC.

(Exact name of Registrant as Specified in its Charter)

New York

1-4224

11-1890605

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

2211 South 47th Street, Phoenix, Arizona

85034

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code (480) 643-2000

Not Applicable

(Former Name or Former Address if Changed Since Last Report)

TABLE OF CONTENTS

Item 7. Financial Statements and Exhibits.

Item 9. Regulation FD Disclosure.

SIGNATURE

EXHIBIT INDEX

EX-10.A

EX-10.B

EX-10.C

EX-10.D

EX-10.E

EX-10.F

EX-10.G

EX-10.H

EX-10.I

EX-10.J

EX-10.K

EX-10.L

EX-10.M

EX-10.N

EX-21

EX-99.1

EX-99.2

Table of Contents

Item 7. Financial Statements and Exhibits.

(a) Inapplicable.
(b) Inapplicable.
(c) Exhibits:

10A. Employment Agreement dated July 1, 2002 between the Company and Steven C. Church.

10B. Employment Agreement dated May 1, 2000 between the Company and Richard Hamada.

10C. Employment Agreement dated July 1, 2002 between the Company and Edward B. Kamins.

10D. Employment Agreement dated June 29, 2002 between the Company and Roy Vallee.

10E. Change of Control Agreement dated November 1, 2000 between the Company and Richard Hamada.

10F. Credit Agreement (364-Day) dated as of October 25, 2001 among the Company and certain other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent and Documentation

Agent, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank,
N.V., as Joint
Syndication
Agents, the
Other Lenders
and Banc of
America
Securities LLC,
and Credit
Suisse First
Boston as Joint
Lead Arrangers
and Joint Book
Managers.
10G. First
Amendment,
dated as of
March 29,
2002, to the
Credit
Agreement
(364-Day)
among the
Company and
certain other
Borrowers as
the Borrowers,
Bank of
America, N.A.,
as
Administrative
Agent and
Documentation
Agent, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank,
N.V., as Joint
Syndication
Agents, the
Other Lenders
and Banc of
America
Securities LLC,
and Credit
Suisse First
Boston as Joint
Lead Arrangers
and Joint Book
Managers.
10H. Credit

Agreement
(Multi-Year)
dated as of
October 25,
2001 among
Avnet, Inc. and
Certain Other
Borrowers as
the Borrowers,
Bank of
America, N.A.,
as
Administrative
Agent,
Documentation
Agent, Letter of
Credit Issuer
and Swing Line
Lender, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank
N.V., as Joint
Syndication
Agents, the
other Lenders
party thereto
and Banc of
America
Securities

Table of Contents

LLC, and
Credit Suisse
First Boston as
Joint Lead
Arrangers and
Joint Book
Managers.
10I. First
Amendment,
dated as of
March 29,
2002, to the
Credit
Agreement
(Multi-Year)
among Avnet,
Inc. and Certain
Other
Borrowers as
the Borrowers,
Bank of
America, N.A.,
as
Administrative
Agent,
Documentation
Agent, Letter of
Credit Issuer
and Swing Line
Lender, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank
N.V., as Joint
Syndication
Agents, the
other Lenders
party thereto
and Banc of
America
Securities LLC,
and Credit
Suisse First
Boston as Joint
Lead Arrangers
and Joint Book
Managers.
10J. Receivables
Sale
Agreement,
dated as of
June 28, 2001
between Avnet,
Inc. as
Originator and

Avnet
Receivables
Corporation as
Buyer.
10K. Amendment
No.1, dated as
of February 6,
2002, to
Receivables
Sale Agreement
between Avnet,
Inc. as
Originator and
Avnet
Receivables
Corporation as
Buyer.
10L. Amendment
No.2, dated as
of June 26,
2002, to
Receivables
Sale Agreement
between Avnet,
Inc. as
Originator and
Avnet
Receivables
Corporation as
Buyer.
10M. Amended
and Restated
Receivables
Purchase
Agreement
dated as of
February 6,
2002 among
Avnet
Receivables
Corporation, as
Seller, Avnet,
Inc., as
Servicer, the
Companies, as
defined therein,
the Financial
Institutions, as
defined therein,
and Bank One,
NA (Main
Office Chicago)
as Agent.
10N. Amendment
No.1, dated as
of June 26,
2002, to the
Amended and
Restated
Receivables
Purchase
Agreement

among Avnet
Receivables
Corporation, as
Seller, Avnet,
Inc., as
Servicer, the
Companies, as
defined therein,
the Financial
Institutions, as
defined therein,
and Bank One,
NA (Main
Office Chicago)
as Agent.

21. List of
subsidiaries of
the Company.

99.1 Statement
Under Oath of
Principal
Executive
Officer
Regarding Facts
and
Circumstances
Related to
Exchange Act
Filings.

99.2 Statement
Under Oath of
Principal
Financial
Officer
Regarding Facts
and
Circumstances
Related to
Exchange Act
Filings.

Item 9. Regulation FD Disclosure.

On September 26, 2002, each of the Principal Executive Officer, Roy Vallee, and Principal Financial Officer, Raymond Sadowski, of Avnet, Inc. submitted to the Securities and

Table of Contents

Exchange Commission sworn statements pursuant to Securities and Exchange Commission Order No. 4-460. The Registrant hereby incorporates by reference into this Item 9, the information set forth in the statements and certifications attached hereto as Exhibits 99.1 and 99.2. Pursuant to the rules and regulations of the Securities and Exchange Commission, such statements and certifications and the information set forth therein is deemed to be furnished and shall not be deemed to be filed.

No other item of this report form is presently applicable to the Registrant.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

AVNET, INC.
(Registrant)

Date: September 26, 2002 By: /s/ Raymond
Sadowski

Raymond Sadowski
Senior Vice President and
Chief Financial Officer

Table of Contents

EXHIBIT INDEX

| <u>Exhibit Number</u> | <u>Description</u> |
|--|---------------------------|
| 10A. | |
| Employment Agreement dated July 1, 2002 between the Company and Steven C. Church. | |
| 10B. | |
| Employment Agreement dated May 1, 2000 between the Company and Richard Hamada. | |
| 10C. | |
| Employment Agreement dated July 1, 2002 between the Company and Edward B. Kamins. | |
| 10D. | |
| Employment Agreement dated June 29, 2002 between the Company and Roy Vallee. | |
| 10E. | |
| Change of Control Agreement dated November 1, 2000 between the Company and Richard Hamada. | |
| 10F. | |
| Credit Agreement (364-Day) dated as of October 25, 2001 among the Company and certain other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent and | |

Documentation
Agent, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank,
N.V., as Joint
Syndication
Agents, the
Other Lenders
and Banc of
America
Securities LLC,
and Credit
Suisse First
Boston as Joint
Lead Arrangers
and Joint Book
Managers.10G.
First
Amendment,
dated as of
March 29,
2002, to the
Credit
Agreement
(364-Day)
among the
Company and
certain other
Borrowers as
the Borrowers,
Bank of
America, N.A.,
as
Administrative
Agent and
Documentation
Agent, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank,
N.V., as Joint
Syndication
Agents, the
Other Lenders
and Banc of
America
Securities LLC,
and Credit
Suisse First
Boston as Joint
Lead Arrangers
and Joint Book
Managers.10H.

Credit Agreement (Multi-Year) dated as of October 25, 2001 among Avnet, Inc. and Certain Other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent, Documentation Agent, Letter of Credit Issuer and Swing Line Lender, Credit Suisse First Boston, First Union National Bank, The Bank of Nova Scotia, and ABN AMRO Bank N.V., as Joint Syndication Agents, the other Lenders party thereto and Banc of America Securities LLC, and Credit Suisse First Boston as Joint Lead Arrangers and Joint Book Managers.10I. First Amendment, dated as of March 29, 2002, to the Credit Agreement (Multi-Year) among Avnet, Inc. and Certain Other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent, Documentation Agent, Letter of Credit Issuer

and Swing Line
Lender, Credit
Suisse First
Boston, First
Union National
Bank, The Bank
of Nova Scotia,
and ABN
AMRO Bank
N.V., as Joint
Syndication
Agents, the
other Lenders
party thereto
and Banc of
America

Table of Contents

| <u>Exhibit Number</u> | <u>Description</u> |
|----------------------------------|---|
| | Securities LLC, and Credit Suisse First Boston as Joint Lead Arrangers and Joint Book Managers.10J. Receivables Sale Agreement, dated as of June 28, 2001 between Avnet, Inc. as Originator and Avnet Receivables Corporation as Buyer.10K. Amendment No.1, dated as of February 6, 2002, to Receivables Sale Agreement between Avnet, Inc. as Originator and Avnet Receivables Corporation as Buyer.10L. Amendment No.2, dated as of June 26, 2002, to Receivables Sale Agreement between Avnet, Inc. as Originator and Avnet Receivables Corporation as Buyer.10M. Amended and Restated Receivables Purchase Agreement dated as of February 6, 2002 among Avnet Receivables Corporation, as |

Seller, Avnet,
Inc., as
Servicer, the
Companies, as
defined therein,
the Financial
Institutions, as
defined therein,
and Bank One,
NA (Main
Office
Chicago) as
Agent.10N.
Amendment
No.1, dated as
of June 26,
2002, to the
Amended and
Restated
Receivables
Purchase
Agreement
among Avnet
Receivables
Corporation, as
Seller, Avnet,
Inc., as
Servicer, the
Companies, as
defined therein,
the Financial
Institutions, as
defined therein,
and Bank One,
NA (Main
Office
Chicago) as
Agent.21. List
of subsidiaries
of the
Company.99.1
Statement
Under Oath of
Principal
Executive
Officer
Regarding
Facts and
Circumstances
Related to
Exchange Act
Filings.99.2
Statement
Under Oath of
Principal
Financial
Officer
Regarding
Facts and
Circumstances
Related to
Exchange Act

Filings.