PERRY BARRY W
Form 5
February 10, 2006

FORM 5

OMB APPROVAL

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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).
Form 3 Holdings Reported
Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
PERRY BARRY W

(Last) (First) (Middle)

ARROW ELECTRONICS, INC.,Â 50 MARCUS DRIVE

(Street)

MELVILLE,Â NYÂ 11747

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ARROW ELECTRONICS INC [ARW]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

6. Individual or Joint/Group Reporting
(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 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)
				Amount	(A) or (D)	Price			

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amou Underlying Securi

(Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Non-Employee Directors Plan Stock Option (right to buy)	$ 17.4375	Â	Â	Â	Â	Â	01/25/2000	01/25/2009	Common Stock	1
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
Phantom Stock	Â	Â	Â	Â	Â	Â	Â (1)	Â (1)	Common Stock	5,6
Restricted Stock Units	Â	Â	Â	Â	Â	Â	Â (2)	Â (2)	Common Stock	3,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PERRY BARRY W ARROW ELECTRONICS, INC.	Â X	Â	Â	Â

50 MARCUS DRIVE
MELVILLE,Â NYÂ 11747

Signatures

Lori McGregor
Attorney-in-fact — 02/10/2006

**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) Phanton Stock settled by issuance of shares of Common Stock on a one-for-one basis following (i) termination of services as a Director, (ii) the occurence of an unforeseeable emergency or (iii) a change in control.

(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.
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