

KATELL ROBERT E
Form 5
February 06, 2003

FORM 5

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

OMB APPROVAL

☐ 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**

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 Number: 3235-0362
Expires: January 31, 2005
Estimated average burden
hours per response. . .0.5

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Romeo and Dye's
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| | | | | | | | | | |
|--|--------------------------------------|--|---|---|------------|---|--------|--|---|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| Klatell, Robert E. | | | Arrow Electronics, Inc. (ARW) | | | <input checked="" type="checkbox"/> Director — <input type="checkbox"/> 10% Owner — <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below) | | | |
| (Last) (First) (Middle) | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Year | | | |
| c/o Arrow Electronics, Inc. 50 Marcus Drive | | | 115-38-6937 | | | December 2002 | | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Year) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| Melville, NY 11747 | | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person — <input type="checkbox"/> 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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | 5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal year (Instr. 3 & 4) | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock ⁽¹⁾ | | | | | | | 14,542 | I | Held in the Company's Employee Stock Ownership Plan. |
| Common Stock ⁽²⁾ | | | | | | | 44,705 | D | |
| Common Stock ⁽³⁾ | | | | | | | 600 | I | Held as custodian for his minor children. |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion or | 3. Trans- | 3A. Deemed | 4. Trans- | 5. Number | 6. Date Exercisable and Expiration | 7. Title and Amount of | 8. Price of Derivative | 9. Number of | 10. Owner- | 11. Nature of Indirect |
|------------------------|------------------|-----------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|--------------|------------|------------------------|
|------------------------|------------------|-----------|------------|-----------|-----------|------------------------------------|------------------------|------------------------|--------------|------------|------------------------|

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| Security (Instr. 3) | Exercise Price of Derivative Security | Action Date (Month/ Day/ Year) | Execution Date, if any (Month/ Day/ Year) | Action Code (Instr. 8) | of Derivative Security (A) or Disposed of (D) (Instr. 3, 4 & 5) | Date (Month/Day/ Year) | | Underlying Securities (Instr. 3 & 4) | | Security (Instr. 5) | Derivative Securities Beneficially Owned at End of Year (Instr. 4) | ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|---|--|--|--|---------------------------------|---|------------------------------|-----|--|-------------------------|------------------------|--|---|---------------------------------------|
| | | | | | | (A) | (D) | Date Exer-cisable | Expira- tion Date | Title | Amount or Number of Shares | | |
| Employee Benefit Plan Stock Option ⁽⁴⁾ | 19.00 | | | | | | | 12/9/94 | 12/9/03 | Common Stock | 30,000 | D | |
| Employee Benefit Plan Stock Option | 17.00 | | | | | | | 12/15/95 | 12/15/04 | Common Stock | 30,000 | D | |
| Employee Benefit Plan Stock Option | 20.9375 | | | | | | | 2/13/97 | 2/13/06 | Common Stock | 30,000 | D | |
| Employee Benefit Plan Stock Option | 26.0625 | | | | | | | 12/13/97 | 12/13/06 | Common Stock | 30,000 | D | |
| Employee Benefit Plan Stock Option | 32.25 | | | | | | | 12/18/98 | 12/18/07 | Common Stock | 15,000 | D | |
| Employee Benefit Plan Stock Option | 15.4375 | | | | | | | 3/3/00 | 3/3/09 | Common Stock | 15,000 | D | |
| Employee Benefit Plan Stock Option | 20.3750 | | | | | | | 12/15/00 | 12/15/09 | Common Stock | 15,000 | D | |
| Employee Benefit Plan Stock Option | 25.85 | | | | | | | 2/21/02 | 2/21/11 | Common Stock | 15,000 | D | |
| Employee Benefit Plan Stock | 26.45 | | | | | | | 2/27/03 | 2/27/12 | Common Stock | 28,000 | D | |

[illegible]

(1) Held in the Company's Employee Stock Ownership Plan. Based on the Employee Stock Ownership Plan Statement of Account as of December 31, 2001.

(3) Represents shares held of record by the undersigned as custodian for his minor children -- holdings only, no transactions.

(4) Right to buy granted under the Company's Stock Option Plan.

2/6/03
Date

**Signature of Reporting Person

****Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).**

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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