

AVNET INC  
Form 8-K  
August 08, 2012

**UNITED STATES**  
**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) August 8, 2012**

**AVNET, INC.**

**(Exact name of registrant as specified in its charter)**

**New York**  
**(State or other jurisdiction**

**Of incorporation)**

**1-4224**  
**(Commission**

**File Number)**

**11-1890605**  
**(IRS Employer**

**Identification No.)**

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2211 South 47th Street,

Phoenix, Arizona  
(Address of principal executive offices)

(480) 643-2000

85034  
(Zip Code)

(Registrant's telephone number, including area code.)

N/A

(Former name and former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13.e-4(c))

**Item 2.02 Other Information.**

On August 8, 2012, Avnet, Inc. (the Company) issued a press release announcing its fourth quarter and year-end results of operations for fiscal 2012. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Also attached is the CFO Review of Fiscal Fourth Quarter and Fiscal Year 2012 Results as Exhibit 99.2 and incorporated by reference herein.

The information in this Item 2.02 and the exhibits attached hereto are being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 except as shall be expressly set forth in such filing.

**Item 8.01 Other Events.**

On August 8, 2012, the Company announced that the Board of Directors approved adding \$250,000,000 to the Company's stock repurchase program. With this increase, the Company may repurchase up to a total of \$750,000,000 of the Company's common stock under the stock repurchase program. The Company may repurchase shares from time to time in the open market or in privately negotiated transactions, or otherwise, subject to applicable laws, regulations and approvals, strategic considerations, market conditions and other factors. The Company may terminate or limit the stock repurchase program at any time without prior notice.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

The following materials are attached as exhibits to this Current Report on Form 8-K:

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 99.1                  | Press Release, dated August 8, 2012.                              |
| 99.2                  | CFO Review of Fiscal Fourth Quarter and Fiscal Year 2012 Results. |

**SIGNATURES**

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 hereunto duly authorized.

Date: August 8, 2012

**AVNET, INC.**  
Registrant

By: /s/ Raymond Sadowski  
Name: Raymond Sadowski

Title: Senior Vice President and

Chief Financial Officer