AVNET INC

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 2/10/2004 For Period Ending 2/6/2004

Address	2211 SOUTH 47TH STREET
	PHOENIX, Arizona 85034
Telephone	480-643-2000
CIK	0000008858
Industry	Electronic Instr. & Controls
Sector	Technology
Fiscal Year	07/03

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FORM 4

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BRYANT ANDREW S (Last) (First) (Middle)	**AVNET INC [AVT]**	_____ Director _____ 10% Owner
C/O AVNET, INC., 2211 SOUTH 47TH STREET (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **2/6/2004**	__ **X** __ Officer (give title below) _____ Other (specify below) **Senior Vice President**
PHOENIX, AZ 85034 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	**2/6/2004**		**M**		**8000**	**A**	**$17.88**	**15894**	**D**	
Common Stock	**2/6/2004**		**M**		**12500**	**A**	**$17.50**	**28394**	**D**	
Common Stock	**2/6/2004**		**M**		**12500**	**A**	**$12.95**	**40894**	**D**	
Common Stock	**2/6/2004**		**S**		**500**	**D**	**$25.16**	**40394**	**D**	
Common Stock	**2/6/2004**		**S**		**9000**	**D**	**$25.11**	**31394**	**D**	
Common Stock	**2/6/2004**		**S**		**3500**	**D**	**$25.10**	**27894**	**D**	
Common Stock	**2/6/2004**		**S**		**3000**	**D**	**$25.07**	**24894**	**D**	
Common Stock	**2/6/2004**		**S**		**1000**	**D**	**$25.08**	**23894**	**D**	
Common Stock	**2/6/2004**		**S**		**13200**	**D**	**$24.89**	**10694**	**D**	
Common Stock	**2/6/2004**		**S**		**1000**	**D**	**$25.05**	**9694**	**D**	
Common Stock	**2/6/2004**		**S**		**1800**	**D**	**$25.04**	**7894**	**D**	
Common Stock	**2/6/2004**		**M**		**3500**	**A**	**$17.88**	**11394** (1)	**D**	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	**$17.88**	**2/6/2004**		**M**			**8000**	**9/25/1999**	**9/24/2008**	**Common Stock**	**8000**	**$17.88**	**0**	**D**	
Employee Stock Option (right to buy)	**$17.50**	**2/6/2004**		**M**			**12500**	**9/27/2002**	**9/26/2011**	**Common Stock**	**12500**	**$17.50**	**12500**	**D**	
Employee Stock Option (right to buy)	**$12.95**	**2/6/2004**		**M**			**12500**	**9/20/2003**	**9/19/2012**	**Common Stock**	**12500**	**$12.95**	**37500**	**D**	
Employee Stock Option (right to buy)	**$17.88**	**2/6/2004**		**M**			**3500**	**9/25/1999**	**9/24/2008**	**Common Stock**	**3500**	**$17.88**	**5500**	**D**	

Explanation of Responses:

(1) Includes 500 shares awarded pursuant to Avnet's Employee Incentive Stock Program as to which the reporting person disclaims beneficial ownership.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRYANT ANDREW S C/O AVNET, INC. 2211 SOUTH 47TH STREET PHOENIX, AZ 85034			**Senior Vice President**	

Signatures

Catherine R. Hardwick, by power of attorney — **2/10/2004**

** Signature of Reporting Person — Date

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).

****** 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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