Combes Phil Form 5									
February 12,							OMB A	PPROVAL	
	RITIES ANI	ES AND EXCHANGE COMMISSIO				3235-0362			
Check this no longer		Washington, D.C. 20549						January 31,	
to Section Form 4 or 5 obligati may conti <i>See</i> Instru 1(b).	ENT OF CHANGES IN BENEFICIAL RSHIP OF SECURITIES .6(a) of the Securities Exchange Act of 1934,				Expires: 2005 Estimated average burden hours per response 1.0				
× /	oldings Section 17(a		tility Holdin	g Compa	ny Act o	f 1935 or Sectio	n		
Combes Philippe Symbol			r Name and Ticker or Trading WELECTRONICS INC			5. Relationship of Reporting Person(s) to Issuer			
				UNICS II	NC	(Check all applicable)			
(Last)	(First) (M	liddle) 3. Staten (Month/I 12/31/2	-			Director 10% Owner X Officer (give title Other (specify below) below) Vice President			
	LECTRONICS, MARCUS DRIVE	,				·	lee I lesident		
	endment, Date (nth/Day/Year)	Original		6. Individual or Joint/Group Reporting					
						(chec	k applicable line)	
MELVILLE	E, NY 11747					_X_ Form Filed by Form Filed by Person			
(City)	(State) (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 and 5) (A) or		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	Â	Â	Â	Amount Â	(D) Prio Â	(Instr. 3 and 4) 20,000	D	Â	
	port on a separate line ficially owned directly		contained in	n this for	m are not	collection of info required to resp valid OMB contro	ond unless	SEC 2270 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Number 1		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 27.34	Â	Â	Â	ÂÂ	Â	09/25/2007	09/25/2016	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Combes Philippe ARROW ELECTRONICS, INC. 50 MARCUS DRIVE MELVILLE, NY 11747	Â	Â	Vice President	Â				
Signatures								
Lori McGregor, Attorney-in-fact	02/12/20	07						
**Signature of Reporting Person	Date							
Explanation of Pos	nonco	C '						

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) Includes shares subject to the vesting provisions of the Company's Restricted Stock Plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.