

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended March 29, 1996

Commission File #1-4224

Avnet, Inc.

(Exact name of registrant as specified in its charter)

New York

(State or other jurisdiction of incorporation or organization)

11-1890605

IRS Employer I.D. Number

80 Cutter Mill Road, Great Neck, N.Y.

(Address of principal executive offices)

11021

(Zip Code)

Registrant's telephone number, including area code 516-466-7000

Not Applicable

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

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes x

No

The number of shares of the registrant's Common Stock (net of treasury shares) as of the close of the period covered by this report 43,352,996 shs.

The number of units then outstanding of other publicly-traded securities of the registrant:

6 7/8% Notes Due March 15, 2004 \$100,000,000

AVNET, INC. AND SUBSIDIARIES

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Item 6. Exhibits and Reports from Form 8-K:

- a. The following documents are filed as part of this report:

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* Filed herewith

PART I - FINANCIAL INFORMATION

Item I. Financial Statements

AVNET, INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED BALANCE SHEETS
(dollars in thousands)

	March 29, 1996 (unaudited)	June 30, 1995 (audited)
Assets:		
Current assets:		
Cash and cash equivalents	\$ 65,896	\$ 49,332
Receivables, less allowances of \$30,082 and \$23,421, respectively	836,307	713,644
Inventories (Note 3)	915,578	747,477
Other 17,469	13,838	
Total current assets	1,835,250	1,524,291
Property, plant & equipment, at cost, net	165,878	145,611
Goodwill, net of accumulated amortization of \$33,680 and \$24,481, respectively	500,396	419,479
Other assets	36,573	36,214
Total assets	\$2,538,097	\$2,125,595
Liabilities:		
Current liabilities:		
Borrowings due within one year	\$ 323	\$ 493
Accounts payable	391,708	314,887
Accrued expenses and other	156,838	151,820
Total current liabilities	548,869	467,200
Long-term debt, less due within one year	524,634	419,016
Commitments and contingencies (Note 4)		
Total liabilities	1,073,503	886,216
Shareholders' equity (Note 5):		
Common stock \$1.00 par, authorized 60,000,000 shares, issued 43,745,000		

shares and 41,204,000 shares, respectively	43,745	41,204
Additional paid-in capital	416,149	310,843
Retained earnings	1,016,834	896,102
Cumulative translation adjustments	(2,520)	814
Common stock held in treasury at cost, 392,000 shares and 412,000 shares, respectively	(9,614)	(9,584)
Total shareholders' equity	1,464,594	1,239,379
Total liabilities and shareholders' equity	\$2,538,097	\$2,125,595

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(thousands except per share data)

1996	Nine Months Ended	
	March 29, 1995	March 31,
	(unaudited)	
Sales	\$3,878,150	\$3,122,328
Cost of sales	3,158,291	2,534,619
Gross Profit	719,859	587,709
Operating expenses:		
Selling, shipping, general and administrative	433,027	385,109
Depreciation and amortization	26,994	21,486
Operating income	259,838	181,114
Investment and other income, net	1,553	3,428
Interest expense	(19,111)	(16,490)
Income before income taxes	242,280	168,052
Income taxes	102,124	71,656
Net income	\$ 140,156	\$ 96,396
Earnings per share	\$3.21	\$2.29
Shares used to compute earnings per share	43,687	43,380

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(thousands except per share data)

	Third Quarter Ended	
	March 29, 1996	March 31, 1995
	(unaudited)	
Sales	\$1,387,484	\$1,129,176
Cost of sales	1,136,117	921,328
Gross Profit	251,367	207,848
Operating expenses:		
Selling, shipping, general and administrative	149,981	131,780
Depreciation and amortization	9,371	7,711
Operating income	92,015	68,357
Investment and other income, net	458	1,117
Interest expense	(7,537)	(6,107)
Income before income taxes	84,936	63,367
Income taxes	36,015	26,957
Net income	\$ 48,921	\$ 36,410
Earnings per share	\$1.12	\$0.86
Shares used to compute earnings per share	43,653	43,435

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(dollars in thousands)

	Nine Months Ended	
	March 29, 1996	March 31, 1995
	(unaudited)	
Cash flows from operating activities:		
Net income	\$140,156	\$ 96,396
Add non-cash and other reconciling items:		
Depreciation and amortization	32,557	26,212
Deferred taxes	(1,431)	(534)

Other, net (Note 6)	14,881	14,415
	186,163	136,489
Receivables	(111,238)	(122,635)
Inventories	(151,852)	(58,968)
Payables, accruals and other, net	41,697	65,785
Net cash flows (used for) provided from operations	(35,230)	20,671
Cash flows from financing activities:		
Issuance of bank debt and commercial paper, net of issuance costs	212,683	77,600
Payment of other debt	(9,238)	(2,650)
Cash dividends (Note 6)	(19,109)	(12,205)
Other, net	(1,196)	1,458
Net cash flows provided from financing	183,140	64,203
Cash flows from investing activities:		
Purchases of property, plant and equipment	(35,389)	(39,796)
Acquisition of operations, net (Note 6)	(95,807)	(38,260)
Net cash flows used for investing	(131,196)	(78,056)
Effect of exchange rates on cash and cash equivalents	(150)	984
Cash and cash equivalents:		
- increase	16,564	7,802
- at beginning of year	49,332	53,876
- at end of period	\$ 65,896	\$ 61,678
Additional cash flow information (Note 6)		

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

- In the opinion of the Company, the accompanying unaudited consolidated condensed financial statements contain all adjustments (consisting of normal recurring accruals) necessary to present fairly the financial position as of March 29, 1996 and June 30, 1995; the results of operations for the first nine months and third quarters ended March 29, 1996 and March 31, 1995; and the cash flows for the first nine months ended March 29, 1996 and March 31, 1995.
- The results of operations for the first nine months and third quarter ended March 29, 1996 are not necessarily indicative of the results to be expected for the full year.
- Inventories:
(Thousands)

	March 29, 1996	June 30, 1995
Finished goods	\$847,012	\$651,939
Work in process	7,043	3,242
Purchased parts and raw materials	61,523	92,296
	\$915,578	\$747,477
- From time to time, the Company may become liable with respect to pending and threatened litigation, taxes, and environmental and other matters. The Company has been designated a potentially responsible party or has

had other claims made against it in connection with environmental clean-ups at several sites. Based upon the information known to date, the Company believes that it has appropriately reserved for its share of the costs of the clean-ups and it is not anticipated that any contingent matters will have a material adverse impact on the Company's financial condition, liquidity or results of operations.

5. Number of shares of common stock reserved for stock option and stock incentive programs: 4,088,168

6. Additional cash flow information:

Other non-cash and reconciling items primarily include the provision for doubtful accounts.

Due to the change in the Company's fiscal year in fiscal 1994 and its historical dividend payment dates, the July 1, 1994 dividend payment was paid in fiscal 1994 and accordingly, no cash was used for dividends in the first quarter of fiscal 1995.

AVNET, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

6. Additional cash flow information (Continued)

Cash expended for the acquisition of operations in the first nine months of fiscal 1996 includes the cash paid for the acquisitions of VSI Electronics, Setron Schiffer Elektronik GmbH & Co., KG, the Science and Technology Division of Mercuries and Associates, Ltd. and Kopp Electronics, offset by cash received in connection with the sale of the motor, motor repair shop and OEM business of Brownell Electro. In the first nine months of fiscal 1995, cash expended for operations was primarily the cash paid in connection with the acquisitions of Penstock, Inc., Avnet Cable Technologies, Lyco Limited and WKK Semiconductors, Ltd.

Interest and income taxes paid in the first nine months were as follows:

(Thousands)	1996	1995
Interest	\$22,504	\$15,776
Income taxes	\$92,436	\$61,169

Item 2 Management Discussion and Analysis

Results of Operations

In the third quarter of fiscal 1996 ended March 29, 1996, consolidated sales were a record \$1.387 billion, up 23% as compared with last year's third quarter sales of \$1.129 billion. The increase in sales came entirely from the Electronic Marketing Group, which had record sales for the quarter; its third quarter sales were up 32% as compared with the same period last year. Sales of the Video Communications Group were down when compared with last year's third quarter. During the first quarter of 1996, the Company completed the sale of the motor, motor repair shop and OEM business of Brownell Electro. Avnet Industrial, the remaining business of Brownell which serves the industrial marketplace primarily in MRO, together with the newly created Avnet Supply, a catalog business that serves the OEM/electronic production marketplace, and Allied Electronics now make up a new subgroup of the Electronic Marketing Group known as the Industrial Marketing Group. The results for Brownell (which were not material), including the business that was sold, were included in the Electronic Marketing Group as of the first quarter of 1996. The Company's Electrical and Industrial Group was, therefore, eliminated as of the beginning of the 1996 fiscal year.

At the beginning of the current fiscal year, in July 1995, the Company completed the acquisition of VSI Electronics consisting of VSI Electronics

(Australia) PTY Ltd., an Australian electronic components distributor, and VSI Electronics (NZ) Ltd., a New Zealand based electronic components distributor. In September 1995, the Company completed the acquisition of Setron Schiffer - Elektronik GmbH & Co., KG, a limited partnership engaged in electronic distribution primarily through a catalog and which operates in Germany and 20 other countries in Europe. In December 1995, the Company completed the acquisition of a 70% interest in the business formerly known as the Science and Technology Division of Mercuries and Associates, Ltd., a Taiwan-based electronic components distributor. In January 1996, the Company completed the acquisition of an 80% interest in Kopp Electronics, a South African-based electronics components distributor.

These four acquisitions follow the seven acquisitions that the Company completed during fiscal 1995. The 1995 acquisitions were Penstock, Inc., acquired in the first quarter, Avnet Cable Technologies, acquired in the second quarter, Lyco Limited and a 70% interest in WKK Semiconductors, Ltd., acquired in the third quarter, and CK Electronique, BFI-IBEXSA International, Inc. and Sertek Inc., acquired in the fourth quarter. Excluding the impact of sales attributable to companies acquired or disposed of during the comparable periods, consolidated third quarter sales would have been approximately 18% higher than in the prior year corresponding period.

Consolidated gross profit margins of 18.1% for the third quarter were lower by 3/10ths of 1% of sales as compared with 18.4% in the third quarter of last year. However, the Company's operating efficiency continued to improve as operating expenses as a percentage of sales fell to 11.5%, down 8/10ths of 1% of sales as compared with 12.3% in the third quarter of last year. As a result, operating income as a percentage of sales increased to 6.6% in the third quarter of 1996, up 5/10ths of 1% of sales as compared with 6.1% in the prior year's corresponding quarter. Investment and other income in the third quarter of 1996 was lower than in the comparable period last year; however, investment and other income has had no material impact on earnings since the Company liquidated its marketable securities portfolio to partially fund the July 1, 1993 acquisition of Hall-Mark Electronics. Interest expense was higher in the third quarter of 1996 as compared with the third quarter of last year due to increased borrowings to fund additional working capital requirements to support the growth in business and to fund the Company's acquisition program. The Company's effective tax rate decreased slightly in the third quarter of 1996 as compared with the third quarter of 1995 due primarily to a significant increase in pre-tax income as compared with the relatively small increase in the amount of non-deductible goodwill amortization, and, to a lesser extent, to the mix of earnings between the domestic and foreign operations to which different tax rates apply.

As a result of the above, net income for the third quarter of 1996 reached a record \$48.9 million, up 34% when compared with \$36.4 million in the third quarter of last year. Net income as a percentage of sales increased 3/10ths of 1% of sales to 3.5% as compared with 3.2% last year. Earnings per share for the third quarter of 1996 was also a record, reaching \$1.12 per share as compared with \$0.86 in last year's third quarter.

Consolidated sales in the first nine months of 1996 were a record \$3.878 billion, up 24% as compared with \$3.122 billion in the first nine months of last year. Excluding the impact of sales attributable to companies acquired or disposed of during the comparable periods, consolidated first nine months sales of 1996 would have been 19% higher than in the prior year. This increase was due entirely to increased sales at the Company's Electronic Marketing Group. Consolidated gross profit margins in the first nine months of this year were 18.6% as compared with 18.8% in the prior year, a decline of 2/10ths of 1% of sales. However, the decrease in operating expenses as a percentage of sales to 11.9% in the current year's first nine months, as compared with 13.0% in the first nine months of last year, more than offset the decrease in the gross profit margin. As a result, operating income as a percentage of sales increased to 6.7% in this year's first nine months as compared with 5.8% in the same period last year.

Investment and other income in the first nine months of 1996 was lower than in the prior year, although, as indicated above, it did not have a material impact on earnings. Interest expense for the first nine months of 1996 was up as compared with the same period last year due to the increase in borrowings to fund the additional working capital requirements to support the growth in business and to fund the Company's acquisition program, somewhat offset by the reversal of interest expense which was accrued at June 30, 1995 on the 6% Convertible Subordinated Debentures Due 2012 (the "Debentures"). Following the Company's call for redemption of the Debentures, almost 100% of the outstanding Debentures were converted into common stock of the Company in September 1995, thereby eliminating

the requirement to pay interest on the Debentures subsequent to the most recent interest payment of April 15, 1995 and necessitating the reversal of interest accrued at June 30, 1995. The Company's effective tax rate decreased slightly in the first nine months of 1996 as compared with the first nine months of 1995 due primarily to a significant increase in pre-tax income as compared with the relatively small increase in the amount of non-deductible goodwill amortization, and, to a lesser extent, to the mix of earnings between the domestic and foreign operations to which different tax rates apply.

As a result of the above, net income for the first nine months of 1996 was a record \$140.2 million, or 3.6% of sales, up 45% as compared with \$96.4 million, or 3.1% of sales, in the first nine months of last year. Earnings per share for the first nine months of 1996 was a record \$3.21, up 40% when compared with \$2.29 in the first nine months of last year.

The Electronic Marketing Group's sales in the third quarter and first nine months of 1996 were \$1.331 billion and \$3.721 billion, respectively, accounting for 96% of consolidated sales. This represented a 32% increase over the prior year's third quarter sales of \$1.011 billion and a 33% increase over the prior year's first nine months sales of \$2.789 billion. Of the \$320 million increase in third quarter sales and the \$932 million increase in the first nine months sales, approximately \$115 million and \$320 million, respectively, were attributable to companies which were not part of the Group during the entire prior year period. The balance of the increases in both periods were due to strong sales performances by each of the other units in the Group. Gross profit margins in both the third quarter and first nine months of this year were lower than in the prior year periods, but lower operating expenses as a percentage of sales more than offset the decrease in gross profit margins, resulting in higher operating income as a percentage of sales in both periods. Net income increased by 33% and 45% in the third quarter and first nine months of 1996, respectively, as compared with the like periods last year.

The Video Communications Group's third quarter sales of \$56.0 million, which represented 4% of consolidated sales, were down 22% as compared with the prior year's quarter, while the first nine months sales of \$157.1 million were down 19% when compared with the prior year. Net income was up 17% and 41%, respectively, for the third quarter and first nine months of 1996 as compared with the prior year's comparable periods. The decrease in sales and increase in profits were due to sales transitioning from lower margin satellite TV decoders to more profitable DBS (direct broadcast satellite) business.

As mentioned above, the Electrical and Industrial Group was eliminated as of the beginning of fiscal 1996 due to the sale of the motor, motor repair shop and OEM business of Brownell and the transfer of the Avnet Industrial business to the Electronic Marketing Group. Accordingly, its results for the current year, including the results of the motor, motor repair shop and OEM business prior to its disposition, were included in the Electronic Marketing Group, while the prior period's results were included in the Electrical and Industrial Group. There was no restatement of prior period Group results due to the immaterial impact of the operations to both the Electronic Marketing Group and the Company as a whole.

Liquidity and Capital Resources

During the first nine months of 1996, cash generated from income before depreciation and other non-cash items amounted to \$186.2 million. During that period, \$221.4 million was used for working capital needs, resulting in \$35.2 million of cash flows being used for operations. In addition, \$55.9 million, net, was used for other normal business operations including purchases of property, plant and equipment (\$35.4 million), dividends (\$19.1 million) and other immaterial items (\$1.4 million). This resulted in \$91.1 million being used for normal business operations. The Company also used \$105.0 million in connection with acquisitions, offset by cash received in connection with the sale of the motor, motor repair shop and OEM business of Brownell Electro, and for the repayment of other debt. This overall use of cash of \$196.1 million was financed by a \$212.7 million increase in bank debt and commercial paper, offset by a \$16.6 million increase in cash and cash equivalents.

The Company's quick assets at March 29, 1996 totaled \$902.2 million compared with \$763.0 million at June 30, 1995, and exceeded the Company's current liabilities by \$353.3 million as compared with a \$295.8 million excess at June 30, 1995. Working capital at March 29, 1996 was \$1,286.4 million compared with \$1,057.1 million at June 30, 1995. At the end of the third quarter, to support each dollar of current liabilities, the Company had \$1.64 of quick assets and \$1.70 of other current assets for a total of \$3.34 of current assets as compared with \$3.26 at June 30, 1995.

In August 1995, the Company notified its Debentureholders of its decision to call for redemption on September 15, 1995 the entire amount of outstanding Debentures. Holders of \$105.2 million of the Debentures exercised their right to convert the Debentures into approximately 2.4 million shares of Avnet common stock at a conversion price of \$43.00 principal amount per share, thereby increasing shareholders' equity by \$105.2 million. The remaining outstanding Debentures, amounting to \$0.1 million, were redeemed on September 15, 1995, at a premium of 1.2% plus accrued interest.

During the first nine months of 1996, taking into account the conversion of the Debentures, shareholders' equity increased by \$225.2 million to \$1,464.6 million while total debt increased by \$105.5 million to \$525.0 million. As a result, the total debt to capital (shareholders' equity plus total debt) ratio was 26.4% at March 29, 1996 as compared with 25.3% at June 30, 1995. The Company's favorable balance sheet ratios would facilitate additional financing if, in the opinion of management, such financing would enhance the future operations of the Company.

At March 29, 1996, the Company did not have any material commitments for capital expenditures. The Company and the former owners of a Company-owned site in Oxford, North Carolina have entered into a Consent Decree and Court Order with the Environmental Protection Agency (EPA) for the environmental clean-up of the site, the cost of which, according to the EPA's remedial investigation and feasibility study, is estimated to be approximately \$6.3 million, exclusive of the \$1.5 million in EPA past costs paid by the potentially responsible parties (PRP's). Pursuant to a Consent Decree and Court Order entered into between the Company and the former owners, the former owners have agreed to bear at least 70% of the clean-up costs of the site, and the Company will be responsible for not more than 30% of those costs. The Company is also a PRP in an environmental clean-up at a site in North Smithfield, Rhode Island. In addition, the Company has received notice from a third party of its intention to seek indemnification for costs it may incur in connection with an environmental clean-up at a site in Rush, Pennsylvania resulting from the alleged disposal of wire insulation material at the site by a former unit of the Company. Based upon the information known to date, the Company believes that it has appropriately accrued in the financial statements for its share of the costs of the clean-up at these sites. The Company is also a PRP or has been notified of claims made against it at environmental clean-up sites in Huguenot, New York and in Hempstead, New York. At this time, the Company cannot estimate the amount of its potential liability, if any, for clean-up costs in connection with these sites, but does not anticipate that these matters or any other contingent matters will have a material adverse impact on the Company's financial condition, liquidity or results of operations.

The Company is not now aware of any commitments, contingencies or events within its control which may significantly change its ability to generate sufficient cash from internal or external sources to meet its needs.

PART II - OTHER INFORMATION
 AVNET, INC. AND SUBSIDIARIES

EXHIBIT 11.1

COMPUTATION OF EARNINGS PER SHARE - PRIMARY

	Nine Months Ended	
	March 29, 1996	March 31, 1995
	(unaudited)	
A. Primary earnings per share:		
Common shares outstanding (weighted average)	*43,309,268	40,704,800
Common equivalent shares:		
Conversion of convertible debentures (weighted average)	--	2,448,487
Contingent shares issuable	110,867	99,808
Exercise of warrants and options using the treasury method	267,358	126,428
Total common and common equivalent shares	43,687,493	43,379,523
Income	\$140,156,050	\$96,396,488
Interest expense on convertible debentures - net of taxes	--	2,841,472
Income used for computing earnings per share	\$140,156,050	\$99,237,960
Net income	\$3.21	\$2.29

* The weighted average shares outstanding for the first nine months ended March 29, 1996 include 2,445,270 shares issued in connection with the conversion of the Company's 6% Convertible Subordinated Debentures.

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC. AND SUBSIDIARIES

EXHIBIT 11.1

COMPUTATION OF EARNINGS PER SHARE - PRIMARY

	Third Quarter Ended	
	March 29, 1996	March 31, 1995
	(unaudited)	
A. Primary earnings per share:		
Common shares outstanding (weighted average)	43,346,080	40,750,315

Common equivalent shares:		
Conversion of convertible debentures (weighted average)	--	2,448,487
Contingent shares issuable	97,259	83,813
Exercise of warrants and options using the treasury method	209,614	152,706
Total common and common equivalent shares	43,652,953	43,435,321
Income	\$48,920,840	\$36,410,047
Interest expense on convertible debentures - net of taxes	--	947,156
Income used for computing earnings per share	\$48,920,840	\$37,357,203
Net income	\$1.12	\$0.86

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC AND SUBSIDIARIES

EXHIBIT 11.2

COMPUTATION OF EARNINGS PER SHARE - FULLY DILUTED

	Nine Months Ended	
	March 29, 1996 (unaudited)	March 31, 1995 (unaudited)
B. Fully diluted earnings per share:		
Common and common equivalents	*43,687,493	43,379,523
Additional dilution upon exercise of options and warrants	38,847	43,715
Total fully diluted shares	43,726,340	43,423,238
Income	\$140,156,050	\$96,396,488
Interest expense on convertible debentures - net of taxes	--	2,841,472
Income used for computing earnings per share	\$140,156,050	\$99,237,960
Fully diluted earnings per share:		
Net income	\$3.21	\$2.29

* The weighted average shares outstanding for the first nine months ended March 29, 1996 include 2,445,270 shares issued in connection with the

conversion of the Company's 6% Convertible Subordinated Debentures.

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

AVNET, INC AND SUBSIDIARIES

EXHIBIT 11.2

COMPUTATION OF EARNINGS PER SHARE - FULLY DILUTED

	Third Quarter Ended	
	March 29, 1996	March 31, 1995
	(unaudited)	
B. Fully diluted earnings per share:		
Common and common equivalents	43,652,953	43,435,321
Additional dilution upon exercise of options and warrants	97,025	62,054
Total fully diluted shares	43,749,978	43,497,375
Income	\$48,920,840	\$36,410,047
Interest expense on convertible debentures - net of taxes	--	947,156
Income used for computing earnings per share	\$48,920,840	\$37,357,203
Fully diluted earnings per share:		
Net income	\$1.12	\$0.86

SEE NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

S I G N A T U R E

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, thereunto duly authorized.

Avnet, Inc.
(Registrant)

By: s/Raymond Sadowski
Raymond Sadowski
Senior Vice President,
Chief Financial Officer
and Assistant Secretary

By: s/John F. Cole
John F. Cole
Controller and Principal
Accounting Officer

May 13, 1996
Date

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE CONSOLIDATED BALANCE SHEET AND INCOME STATEMENT AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

9-MOS		
	JUN-28-1996	
	MAR-29-1996	
		65,896
		0
		866,389
		30,082
		915,578
	1,835,250	
		364,387
		198,509
	2,538,097	
	548,869	
		524,634
	0	
		0
		43,745
		1,420,849
2,538,097		
		3,878,150
	3,879,703	
		3,158,291
		3,158,291
		26,994
		0
	19,111	
		242,280
		102,124
	140,156	
		0
		0
		0
		140,156
		\$3.21
		\$3.21