

AVNET INC  
Form 8-K  
September 26, 2002

Table of Contents

**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): September 26, 2002

**AVNET, INC.**

---

(Exact name of Registrant as Specified in its Charter)

New York

1-4224

11-1890605

---

(State or Other Jurisdiction  
of Incorporation)

---

(Commission  
File Number)

---

(I.R.S. Employer  
Identification No.)

2211 South 47th Street, Phoenix, Arizona

85034

---

(Address of Principal Executive Offices)

---

(Zip Code)

Registrant's Telephone Number, Including Area Code (480) 643-2000

---

Not Applicable

---

(Former Name or Former Address if Changed Since Last Report)

---

**TABLE OF CONTENTS**

Item 7. Financial Statements and Exhibits.

Item 9. Regulation FD Disclosure.

SIGNATURE

EXHIBIT INDEX

EX-10.A

EX-10.B

EX-10.C

EX-10.D

EX-10.E

EX-10.F

EX-10.G

EX-10.H

EX-10.I

EX-10.J

EX-10.K

EX-10.L

EX-10.M

EX-10.N

EX-21

EX-99.1

EX-99.2

---

**Table of Contents**

Item 7. Financial Statements and Exhibits.

(a) Inapplicable.  
(b) Inapplicable.  
(c) Inapplicable.  
Exhibits:

10A. Employment Agreement dated July 1, 2002 between the Company and Steven C. Church.

10B. Employment Agreement dated May 1, 2000 between the Company and Richard Hamada.

10C. Employment Agreement dated July 1, 2002 between the Company and Edward B. Kamins.

10D. Employment Agreement dated June 29, 2002 between the Company and Roy Vallee.

10E. Change of Control Agreement dated November 1, 2000 between the Company and Richard Hamada.

10F. Credit Agreement (364-Day) dated as of October 25, 2001 among the Company and certain other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent and Documentation

Agent, Credit Suisse First Boston, First Union National Bank, The Bank of Nova Scotia, and ABN AMRO Bank, N.V., as Joint Syndication Agents, the Other Lenders and Banc of America Securities LLC, and Credit Suisse First Boston as Joint Lead Arrangers and Joint Book Managers.  
10G. First Amendment, dated as of March 29, 2002, to the Credit Agreement (364-Day) among the Company and certain other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent and Documentation Agent, Credit Suisse First Boston, First Union National Bank, The Bank of Nova Scotia, and ABN AMRO Bank, N.V., as Joint Syndication Agents, the Other Lenders and Banc of America Securities LLC, and Credit Suisse First Boston as Joint Lead Arrangers and Joint Book Managers.  
10H. Credit

Agreement  
(Multi-Year)  
dated as of  
October 25,  
2001 among  
Avnet, Inc. and  
Certain Other  
Borrowers as  
the Borrowers,  
Bank of  
America, N.A.,  
as  
Administrative  
Agent,  
Documentation  
Agent, Letter of  
Credit Issuer  
and Swing Line  
Lender, Credit  
Suisse First  
Boston, First  
Union National  
Bank, The Bank  
of Nova Scotia,  
and ABN  
AMRO Bank  
N.V., as Joint  
Syndication  
Agents, the  
other Lenders  
party thereto  
and Banc of  
America  
Securities

---

**Table of Contents**

LLC, and  
Credit Suisse  
First Boston as  
Joint Lead  
Arrangers and  
Joint Book  
Managers.  
10I. First  
Amendment,  
dated as of  
March 29,  
2002, to the  
Credit  
Agreement  
(Multi-Year)  
among Avnet,  
Inc. and Certain  
Other  
Borrowers as  
the Borrowers,  
Bank of  
America, N.A.,  
as  
Administrative  
Agent,  
Documentation  
Agent, Letter of  
Credit Issuer  
and Swing Line  
Lender, Credit  
Suisse First  
Boston, First  
Union National  
Bank, The Bank  
of Nova Scotia,  
and ABN  
AMRO Bank  
N.V., as Joint  
Syndication  
Agents, the  
other Lenders  
party thereto  
and Banc of  
America  
Securities LLC,  
and Credit  
Suisse First  
Boston as Joint  
Lead Arrangers  
and Joint Book  
Managers.  
10J. Receivables  
Sale  
Agreement,  
dated as of  
June 28, 2001  
between Avnet,  
Inc. as  
Originator and

Avnet  
Receivables  
Corporation as  
Buyer.  
10K. Amendment  
No.1, dated as  
of February 6,  
2002, to  
Receivables  
Sale Agreement  
between Avnet,  
Inc. as  
Originator and  
Avnet  
Receivables  
Corporation as  
Buyer.  
10L. Amendment  
No.2, dated as  
of June 26,  
2002, to  
Receivables  
Sale Agreement  
between Avnet,  
Inc. as  
Originator and  
Avnet  
Receivables  
Corporation as  
Buyer.  
10M. Amended  
and Restated  
Receivables  
Purchase  
Agreement  
dated as of  
February 6,  
2002 among  
Avnet  
Receivables  
Corporation, as  
Seller, Avnet,  
Inc., as  
Servicer, the  
Companies, as  
defined therein,  
the Financial  
Institutions, as  
defined therein,  
and Bank One,  
NA (Main  
Office Chicago)  
as Agent.  
10N. Amendment  
No.1, dated as  
of June 26,  
2002, to the  
Amended and  
Restated  
Receivables  
Purchase  
Agreement



among Avnet  
Receivables  
Corporation, as  
Seller, Avnet,  
Inc., as  
Servicer, the  
Companies, as  
defined therein,  
the Financial  
Institutions, as  
defined therein,  
and Bank One,  
NA (Main  
Office Chicago)  
as Agent.

21. List of  
subsidiaries of  
the Company.  
99.1 Statement  
Under Oath of  
Principal  
Executive  
Officer  
Regarding Facts  
and  
Circumstances  
Related to  
Exchange Act  
Filings.

99.2 Statement  
Under Oath of  
Principal  
Financial  
Officer  
Regarding Facts  
and  
Circumstances  
Related to  
Exchange Act  
Filings.

Item 9. Regulation FD Disclosure.

On September 26, 2002, each of the Principal Executive Officer, Roy Vallee, and Principal Financial Officer, Raymond Sadowski, of Avnet, Inc. submitted to the Securities and

---

**Table of Contents**

Exchange Commission sworn statements pursuant to Securities and Exchange Commission Order No. 4-460. The Registrant hereby incorporates by reference into this Item 9, the information set forth in the statements and certifications attached hereto as Exhibits 99.1 and 99.2. Pursuant to the rules and regulations of the Securities and Exchange Commission, such statements and certifications and the information set forth therein is deemed to be furnished and shall not be deemed to be filed.

No other item of this report form is presently applicable to the Registrant.

SIGNATURE

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)

Date: September 26, 2002 By: /s/ Raymond  
Sadowski

---

Raymond Sadowski  
Senior Vice President and  
Chief Financial Officer

---

**Table of Contents**

**EXHIBIT INDEX**

| <b><u>Exhibit<br/>Number</u></b>   | <b><u>Description</u></b> |
|--|---------------------------|
| 10A.   |                           |
| Employment Agreement dated July 1, 2002 between the Company and Steven C. Church.  |                           |
| 10B.   |                           |
| Employment Agreement dated May 1, 2000 between the Company and Richard Hamada.   |                           |
| 10C.   |                           |
| Employment Agreement dated July 1, 2002 between the Company and Edward B. Kamins.  |                           |
| 10D.   |                           |
| Employment Agreement dated June 29, 2002 between the Company and Roy Vallee.   |                           |
| 10E.   |                           |
| Change of Control Agreement dated November 1, 2000 between the Company and Richard Hamada.   |                           |
| 10F.   |                           |
| Credit Agreement (364-Day) dated as of October 25, 2001 among the Company and certain other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent and |                           |

Documentation  
Agent, Credit  
Suisse First  
Boston, First  
Union National  
Bank, The Bank  
of Nova Scotia,  
and ABN  
AMRO Bank,  
N.V., as Joint  
Syndication  
Agents, the  
Other Lenders  
and Banc of  
America  
Securities LLC,  
and Credit  
Suisse First  
Boston as Joint  
Lead Arrangers  
and Joint Book  
Managers.10G.  
First  
Amendment,  
dated as of  
March 29,  
2002, to the  
Credit  
Agreement  
(364-Day)  
among the  
Company and  
certain other  
Borrowers as  
the Borrowers,  
Bank of  
America, N.A.,  
as  
Administrative  
Agent and  
Documentation  
Agent, Credit  
Suisse First  
Boston, First  
Union National  
Bank, The Bank  
of Nova Scotia,  
and ABN  
AMRO Bank,  
N.V., as Joint  
Syndication  
Agents, the  
Other Lenders  
and Banc of  
America  
Securities LLC,  
and Credit  
Suisse First  
Boston as Joint  
Lead Arrangers  
and Joint Book  
Managers.10H.

Credit Agreement (Multi-Year) dated as of October 25, 2001 among Avnet, Inc. and Certain Other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent, Documentation Agent, Letter of Credit Issuer and Swing Line Lender, Credit Suisse First Boston, First Union National Bank, The Bank of Nova Scotia, and ABN AMRO Bank N.V., as Joint Syndication Agents, the other Lenders party thereto and Banc of America Securities LLC, and Credit Suisse First Boston as Joint Lead Arrangers and Joint Book Managers.10I. First Amendment, dated as of March 29, 2002, to the Credit Agreement (Multi-Year) among Avnet, Inc. and Certain Other Borrowers as the Borrowers, Bank of America, N.A., as Administrative Agent, Documentation Agent, Letter of Credit Issuer

and Swing Line  
Lender, Credit  
Suisse First  
Boston, First  
Union National  
Bank, The Bank  
of Nova Scotia,  
and ABN  
AMRO Bank  
N.V., as Joint  
Syndication  
Agents, the  
other Lenders  
party thereto  
and Banc of  
America

---

**Table of Contents**

| <b><u>Exhibit</u></b>  | <b><u>Description</u></b> |
|--|---------------------------|
| <p><b><u>Number</u></b><br/>                     Securities<br/>                     LLC, and<br/>                     Credit Suisse<br/>                     First Boston as<br/>                     Joint Lead<br/>                     Arrangers and<br/>                     Joint Book<br/>                     Managers.10J.<br/>                     Receivables<br/>                     Sale<br/>                     Agreement,<br/>                     dated as of<br/>                     June 28, 2001<br/>                     between Avnet,<br/>                     Inc. as<br/>                     Originator and<br/>                     Avnet<br/>                     Receivables<br/>                     Corporation as<br/>                     Buyer.10K.<br/>                     Amendment<br/>                     No.1, dated as<br/>                     of February 6,<br/>                     2002, to<br/>                     Receivables<br/>                     Sale Agreement<br/>                     between Avnet,<br/>                     Inc. as<br/>                     Originator and<br/>                     Avnet<br/>                     Receivables<br/>                     Corporation as<br/>                     Buyer.10L.<br/>                     Amendment<br/>                     No.2, dated as<br/>                     of June 26,<br/>                     2002, to<br/>                     Receivables<br/>                     Sale Agreement<br/>                     between Avnet,<br/>                     Inc. as<br/>                     Originator and<br/>                     Avnet<br/>                     Receivables<br/>                     Corporation as<br/>                     Buyer.10M.<br/>                     Amended and<br/>                     Restated<br/>                     Receivables<br/>                     Purchase<br/>                     Agreement<br/>                     dated as of<br/>                     February 6,<br/>                     2002 among<br/>                     Avnet<br/>                     Receivables<br/>                     Corporation, as</p> |                           |

Seller, Avnet,  
Inc., as  
Servicer, the  
Companies, as  
defined therein,  
the Financial  
Institutions, as  
defined therein,  
and Bank One,  
NA (Main  
Office  
Chicago) as  
Agent.10N.  
Amendment  
No.1, dated as  
of June 26,  
2002, to the  
Amended and  
Restated  
Receivables  
Purchase  
Agreement  
among Avnet  
Receivables  
Corporation, as  
Seller, Avnet,  
Inc., as  
Servicer, the  
Companies, as  
defined therein,  
the Financial  
Institutions, as  
defined therein,  
and Bank One,  
NA (Main  
Office  
Chicago) as  
Agent.21. List  
of subsidiaries  
of the  
Company.99.1  
Statement  
Under Oath of  
Principal  
Executive  
Officer  
Regarding  
Facts and  
Circumstances  
Related to  
Exchange Act  
Filings.99.2  
Statement  
Under Oath of  
Principal  
Financial  
Officer  
Regarding  
Facts and  
Circumstances  
Related to  
Exchange Act



Filings.