

AVNET INC  
Form 8-K  
January 17, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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FORM 8-K

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

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Date of Report (Date of earliest event reported): January 17, 2017

AVNET, INC.  
(Exact name of registrant as specified in its Charter)

|                              |              |                                    |
|------------------------------|--------------|------------------------------------|
| New York                     | 1-4224       | 11-1890605                         |
| (State or other jurisdiction | (Commission  | (IRS                               |
| Of incorporation)            | File Number) | Employer<br>Identification<br>No.) |

2211 South 47th Street, Phoenix, Arizona 85034  
(Address of principal executive offices) (Zip Code)  
(480) 643-2000

(Registrant's telephone number, including area code)

N/A

(Former name or 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:

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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 240.13e-4(c))

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Item 2.02 Results of Operations & Financial Condition

In connection with the pending sale of its Technology Solutions (“TS”) business to Tech Data Corporation, Avnet, Inc. (the “Company”) provided financial outlook data regarding TS’s expected results for the second quarter of fiscal 2017, ended December 31, 2016. Sales are currently expected to be in the range of \$2.25 billion to \$2.55 billion and operating income is expected to be in the range of \$95.0 million to \$105.0 million. As previously reported, due to the pending sale of TS, the Company reports the TS business in discontinued operations. The Company will provide additional details when it reports its results for the fiscal second quarter.

Item 7.01 Regulation FD Disclosure

The disclosure required hereunder is provided under Item 2.02 and is incorporated herein by reference.

FORWARD-LOOKING STATEMENTS

This document contains certain “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These statements are based on management’s current expectations and are subject to uncertainty and changes in facts and circumstances. The forward-looking statements herein include statements addressing future financial and operating results of the Company and may include words such as “will,” “anticipate,” “intend,” “estimate,” “forecast,” “expect,” “feel,” “believe,” “sh” other words and terms of similar meaning in connection with any discussions of future operating or financial performance, business prospects or market conditions. Actual results may differ materially from the expectations contained in the forward-looking statements.

The following factors, among others, could cause actual results to differ materially from those described in the forward-looking statements: any potential revisions or adjustments to TS’ preliminary second quarter of fiscal 2017 results as the financial reporting process is completed, the Company’s ability to retain and grow market share and to generate additional cash flow, risks associated with any acquisition activities and the successful integration of acquired companies, the separation and pending sale of the TS business, an industry down-cycle in semiconductors, IT hardware or software products, declines in sales, changes in business conditions and the economy in general, changes in market demand and pricing pressures, any material changes in the allocation of product or product rebates by suppliers, and other competitive and/or regulatory factors affecting the businesses of the Company generally.

More detailed information about these and other factors is set forth in the Company’s filings with the Securities and Exchange Commission, including the Company’s reports on Form 10-K, Form 10-Q and Form 8-K. Except as required

by law, the Company is under no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

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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 hereunto duly authorized.

Date: January 17, 2017    AVNET, INC.  
Registrant

By: /s/ Kevin Moriarty  
Name: Kevin Moriarty  
Title: Senior Vice President and  
Chief Financial Officer

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