

AVNET INC
Form 8-K
September 26, 2002

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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)

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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
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Other Lenders
and Banc of
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Credit
Agreement
(364-Day)
among the
Company and
certain other
Borrowers as
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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
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10H. Credit

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Avnet, Inc. and
Certain Other
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as
Administrative
Agent,
Documentation
Agent, Letter of
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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
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and Banc of
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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
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Lead Arrangers
and Joint Book
Managers.
10J. Receivables
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dated as of
June 28, 2001
between Avnet,
Inc. as
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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
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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.

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99.2 Statement
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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

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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

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EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
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
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Other Lenders
and Banc of
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Boston as Joint
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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

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<u>Exhibit Number</u>	<u>Description</u>
	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
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2002, to the
Amended and
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Receivables
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Under Oath of
Principal
Financial
Officer
Regarding
Facts and
Circumstances
Related to
Exchange Act

Filings.

(3)

Tax Fees consist of fees billed for professional services rendered for tax compliance, tax advice and tax planning (domestic and international). These services include assistance regarding federal, state and international tax compliance and international tax planning.

Our audit committee's policy is to pre-approve all audit and permissible non-audit services provided by our independent auditors. These services may include audit services, audit-related services, tax services and other services. Pre-approval is generally provided for up to one year and any pre-approval is detailed as to the particular category of services. The independent auditor and management are required to periodically report to the audit committee regarding the extent of services provided by the independent auditor in accordance with this pre-approval. The chairman of the audit committee is also authorized, pursuant to delegated authority, to pre-approve additional services and such approvals are communicated to the full audit committee at its next meeting.

The audit committee has considered the role of Partiz & Company, P.A. in providing tax services to us and has concluded that such services are compatible with Partiz & Company, P.A. independence as our auditors.

For the fiscal years ended December 31, 2008, and 2007, the audit committee pre-approved all services described above in the captions Audit Fees, Tax Fees and Registration Statement Fees.

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ITEM 15. Exhibits, Financial Statement Schedules

Exhibits

The following exhibits are filed as a part of this Report.

Exhibit Title	Incorporated by Reference				
	Filed Herewith	Form	Exhibit No.	File No.	Filing Date
10.1 *Labor Contract, by and between Sichuan Apollo Solar Energy Technology Co. Ltd., and Renyi Hou, dated June 20, 2006	X				
10.2 *Labor Contract, by and between Sichuan Apollo Solar Energy Technology Co. Ltd., and Hongwei Ke, dated June 20, 2006	X				
31.1 Certification of Principal Executive Officer required by Rule 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 , dated March 30, 2010	X				
31.2 Certification of Principal Financial Officer required by Rules 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, dated March 30, 2010	X				
32.1 Certification of Principal Executive Officer and Principal Financial Officer prusuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 q the Sarbanes- Oxley Act of 2002	X				

* Denotes a compensatory plan, contract or arrangement, in which the registrant's directors or executive officers may participate.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, Apollo Solar Energy, Inc. has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on March 30, 2010.

Apollo Solar Energy, Inc.

By: /s/Renyi Hou
 Renyi Hou
 Chief Executive Officer and President

POWER OF ATTORNEY

KNOW BY ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Renyi Hou and Xuefeng Li as his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments hereto, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent, or his substitute or substitutes, may lawfully do or cause to be done by virtue thereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, this report has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/Renyi Hou Renyi Hou	Chief Executive Officer and President (Principal Executive Officer)	March 30, 2010
/s/Xuefeng Li Xuefeng Li	Interim Chief Financial Officer	March 30, 2010
/s/Hongwei Ke Hongwei Ke	Director	March 30, 2010
/s/Kang Sun Kang Sun	Director	March 30, 2010
/s/Zhimin Cao Zhimin Cao	Director	March 30, 2010
	Director	March 30, 2010

/s/ Elliot Maza
Elliot Maza

Director

March 30, 2010

/s/James Lee
James Lee

/s/Jingong Pan
Jingong Pan

Director

March 30, 2010
