AVNET, INC.
AUDIT COMMITTEE CHARTER

Amended and Restated August 20, 2026

I. Purpose

The purpose of the Audit Committee (the "Committee") is to represent and assist the Board of Directors in fulfilling its oversight responsibilities with respect to (i) the integrity of the Company's financial statements, (ii) the independence, qualifications, and performance of the Company's independent external auditors, (iii) the performance of the Company's internal audit function, (iv) preparing the Audit Committee report for the annual proxy statement, and (v) certain corporate transactions.

II. Organization

A. Composition and Qualifications

1. The Committee shall be appointed by the Board of Directors from time to time and shall consist of three or more directors, each of whom shall meet the independence requirements of the NASDAQ Stock Market ("NASDAQ") for directors and audit committee members. The Chair of the Technology and Risk Committee shall be one of the Committee's members. The Board of Directors shall appoint one member of the Committee as the Chair.

2. Each member of the Committee shall be financially literate (as such qualification is interpreted by the Board of Directors in its business judgment). At least one member of the Committee shall meet the audit committee financial expert requirements of the Securities and Exchange Commission, as determined by the Board of Directors.

B. Meetings / Minutes / Reports

1. The Committee shall meet at least quarterly, or more frequently if circumstances dictate.

2. The Chair (or in his or her absence, a member designated by the Chair) shall preside at all meetings of the Committee. The Chair shall be responsible for leadership of the Committee, including scheduling meetings, preparing agendas, and making regular reports to the Board of Directors.

3. A majority of the members of the Committee shall constitute a quorum for the transaction of business. The vote of a majority of the members present at a meeting at the time of such vote if a quorum is then present or the unanimous written consent of all members thereof shall be the act of the Committee. Any Committee member may participate in a meeting by telephone or similar communications equipment that allows the members to effectively interact.

4. The Committee shall have full access to management. The Committee shall periodically meet separately with management, with global internal audit, and with external auditors to discuss any matters that the Committee believes are relevant to fulfilling its responsibilities.

5. Minutes of each Committee meeting shall be prepared and sent to all Committee members.

6. The Committee shall evaluate and assess the effectiveness of the Committee and the adequacy of this Audit Committee Charter on an annual basis and recommend any proposed changes to the Board of Directors.

C. Authority

1. The Committee shall have the authority to obtain advice and assistance from internal and outside legal, accounting, or other advisors. The Company shall provide appropriate funding, as determined by the Committee, for payment of compensation to the advisors employed by the Committee and any other administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

2. The Committee is authorized to conduct or originate investigations into any matters within the Committee's scope of responsibilities.

III. Responsibilities and Duties

A. Annual Audit

1. The Committee shall meet with the external auditors and senior management prior to the annual audit to discuss planning and staffing of the audit.

2. The Committee shall review the annual audited financial statements and discuss them with senior management and the external auditors, including the Company's MD&A disclosures. In connection with such review, the Committee shall:

a. Discuss with the external auditors the matters required to be discussed under generally accepted accounting principles, applicable law, and relevant listing standards.

b. Review significant issues regarding accounting principles, practices, and judgments, including any significant changes in the Company's selection or application of accounting principles, and major issues as to the adequacy of the Company's internal controls and any special audit steps adopted in light of material control deficiencies.

c. Discuss the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements.

d. Discuss any significant financial reporting issues and judgments arising in the fiscal year and the Company's accounting and disclosure thereof.

e. Review with the external auditors any problems or difficulties encountered in their audit, including any change in the planned audit work and any restrictions placed on the scope of such work, and management's response.

3. Based on its review of the audited financial statements and the external auditors' independence, the Committee shall make its recommendation to the Board of Directors as to the inclusion of the Company's audited financial statements in the Company's Report on Form 10-K.

4. The Committee shall prepare the report of the Committee required by the rules of the SEC to be included in the Company's proxy statement for each annual meeting.

B. Quarterly Reviews

The Committee shall discuss earnings press releases, and corporate practices with respect to earnings press releases, and financial information and earnings guidance provided to analysts and rating agencies. The Committee shall discuss with management and the external auditors, the quarterly financial statements, including the Company's MD&A disclosures.

C. External Auditors

1. The Committee shall be directly responsible, in its capacity as a committee of the Board of Directors, for the selection, appointment, compensation, retention and oversight of the work of the external auditors, including its use of artificial intelligence and other advanced technologies. In this regard, the Committee shall appoint and retain (subject to ratification by the Company's shareholders), compensate, evaluate, terminate, and replace, the Company's external auditors, which shall report directly to the Committee.

2. The Committee shall obtain confirmation and assurance as to the external auditors' independence including a requirement that the external auditors submit to the Committee on a periodic basis, not less than annually, a formal written statement delineating all relationships between the external auditors and the Company, as well as a summary of all services provided by the external auditors and the fees charged for such services.

3. The Committee shall also obtain and review at least annually, a report by the external auditor describing the audit firm's internal quality control procedures and any material issues raised by the most recent internal quality control review or peer review of the audit firm, or by any investigation by governmental or professional authorities within the preceding five years regarding any independent audit conducted by the firm and the steps taken to address such issues.

4. The Committee shall establish hiring policies for employees or former employees of the external auditor.

D. Global Internal Audit

1. The Committee shall review the appointment or replacement and performance of the Vice President - Finance, Global Audit.

2. The Committee shall review the plan and scope of internal audit activities and budget and staffing of the Global Audit group. The Committee shall review on a periodic basis with the Vice President - Finance, Global Audit, the progress of the proposed Global Audit plan, including explanations for any deviations from the original plan and any difficulties

encountered in their audits, including any restrictions on the scope of their work or access to required information.

3. The Committee shall review the significant reports to management prepared by the Global Internal Audit and management's response to such reports.

E. Internal Controls

1. The Committee shall review and discuss with the external auditors and management the adequacy and effectiveness of the Company's internal controls, including any significant deficiencies or material weaknesses in internal controls reported to the Committee by the external auditors or management.

2. The Committee shall review with management the adequacy and effectiveness of the Company's disclosure controls and procedures.

3. The Committee shall establish and oversee procedures for the receipt, retention, and treatment of complaints with respect to accounting, internal accounting controls or auditing matters, as well as for confidential anonymous submissions by the Company's employees with respect to questionable accounting or auditing matters.

4. The Committee shall review and approve transactions with any related person in which the Company is a participant and that involve an amount known to exceed $120,000 per annum.

F. Corporate Transactions

1. The Committee may approve the following transactions:

a. Secured borrowings, loans and credit facilities that cannot be made by management pursuant to existing delegations of authority by the Board, but only up to such specified amounts or upon such conditions as the Board may establish from time-to-time.

b. Real estate transactions (*i.e.*, leases, sales, purchases, and similar transactions) for amounts that exceed management's delegated authority.

c. Corporate guarantees and similar instruments for amounts that exceed management's discretion.