INGRAM MICRO INC

Form 4 April 27, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Estimated average burden hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

INGRAM MARTHA R

Symbol

(Check all applicable)

(Last) (First)

(Middle)

3. Date of Earliest Transaction

INGRAM MICRO INC [IM]

_X__ Director X__ 10% Owner Officer (give title _ Other (specify

C/O INGRAM INDUSTRIES INC., ONE BELLE MEADE PLACE

(Street)

4400 HARDING ROAD

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

04/25/2007

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

below)

NASHVILLE, TN 37205

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4)	ed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	04/25/2007		S(1)	60,700	D	\$ 20	19,138,559 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007		S <u>(1)</u>	11,300	D	\$ 20.01	19,127,259 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007		S <u>(1)</u>	5,300	D	\$ 20.02	19,121,959 (2)	I (3)	Footnote 3
Class A	04/25/2007		S(1)	200	D	\$ 20.03	19,121,759	I (3)	Footnote

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Common Stock						(2)		3
Class A Common Stock	04/25/2007	S <u>(1)</u>	2,200	D	\$ 20.04	19,119,559 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	4,700	D	\$ 20.05	19,114,859 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	2,800	D	\$ 20.06	19,112,059 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	9,400	D	\$ 20.07	19,102,659 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	14,900	D	\$ 20.08	19,087,759 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	11,600	D	\$ 20.09	19,076,159 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	58,592	D	\$ 20.1	19,017,567 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	1,908	D	\$ 20.11	19,015,659 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	6,900	D	\$ 20.12	19,008,759 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	3,600	D	\$ 20.125	19,005,159 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	9,800	D	\$ 20.13	18,995,359 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	8,300	D	\$ 20.135	18,987,059 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	7,900	D	\$ 20.14	18,979,159 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	3,600	D	\$ 20.145	18,975,559 (2)	I (3)	Footnote 3

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Class A Common Stock	04/25/2007	S(1)	38,800	D	\$ 20.15	18,936,759 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	3,500	D	\$ 20.155	18,933,259 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	27,700	D	\$ 20.16	18,905,559 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S(1)	18,900	D	\$ 20.17	18,886,659 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S(1)	3,400	D	\$ 20.175	18,883,259 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	13,400	D	\$ 20.18	18,869,859 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	4,600	D	\$ 20.19	18,865,259 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	2,400	D	\$ 20.195	18,862,859 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	800	D	\$ 20.2	18,862,059 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S <u>(1)</u>	8,500	D	\$ 20.21	18,853,559 (2)	I (3)	Footnote 3
Class A Common Stock	04/25/2007	S(1)	4,300	D	\$ 20.22	18,849,259 (2)	I (3)	Footnote 3

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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Bene Own Follo Repo Trans (Instr

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				ities . 3 and 4)	(Instr. 5)	
			Code '	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

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Reporting Owners

Reporting Owner Name / Address		Keiationsi		
	Director	10% Owner	Officer	Other
INGRAM MARTHA R				
C/O INGRAM INDUSTRIES INC.	X	v		
ONE BELLE MEADE PLACE 4400 HARDING ROAD	Λ	X		
NASHVILLE, TN 37205				

Signatures

Lily Yan Arevalo for Martha R. 04/27/2007 Ingram

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The above transactions were pursuant to a trading plan entered into on February 23, 2007 (during a trading window), in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) Does not include 235,834 shares held directly.
- (3) Securities are held in trust for the benefit of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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