

INGLES MARKETS INC
Form 4
September 12, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
INGLES MARKETS INC
INVESTMENT/PROFIT SHARING
PLAN TRUST

2. Issuer Name and Ticker or Trading Symbol
INGLES MARKETS INC [IMKTA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2913 US HIGHWAY 70 WEST
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/10/2008

____ Director 10% Owner
____ Officer (give title below) ____ Other (specify below)

BLACK MOUNTAIN, NC 28711
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Class A Common Stock	09/10/2008		S	1,000	D	\$ 25.285	966,765	D
Class A Common Stock	09/10/2008		S	1,500	D	\$ 25.362	965,265	D
Class A Common Stock	09/10/2008		S	1,500	D	\$ 25.5227	963,765	D
Class A Common Stock	09/10/2008		S	1,097	D	\$ 25.547	962,668	D

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Stock							
Class A Common Stock	09/10/2008	S	1,100	D	\$ 25.6227	961,568	D
Class A Common Stock	09/10/2008	S	1,000	D	\$ 25.6339	960,568	D
Class A Common Stock	09/10/2008	S	1,500	D	\$ 25.6367	959,068	D
Class A Common Stock	09/10/2008	S	1,000	D	\$ 25.641	958,068	D
Class A Common Stock	09/10/2008	S	1,500	D	\$ 25.6555	956,568	D
Class A Common Stock	09/10/2008	S	1,303	D	\$ 25.6859	955,265	D
Class A Common Stock	09/10/2008	S	2,000	D	\$ 25.749	953,265	D
Class A Common Stock	09/10/2008	S	1,300	D	\$ 25.7999	951,965	D
Class A Common Stock	09/10/2008	S	1,500	D	\$ 25.8293	950,465	D
Class A Common Stock	09/10/2008	S	1,000	D	\$ 25.8339	949,465	D
Class A Common Stock	09/10/2008	S	1,500	D	\$ 25.8393	947,965	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

INGLES MARKETS INC INVESTMENT/PROFIT SHARING PLAN TRUST
 2913 US HIGHWAY 70 WEST
 BLACK MOUNTAIN, NC 28711

X

Signatures

/s/ Ronald B. Freeman 09/12/2008

 Date
 **Signature of Reporting Person

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).

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.