INGRAM MICRO INC

Form 4

November 29, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

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

Check this box

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

See Instruction

obligations

may continue.

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * INGRAM MARTHA R

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

INGRAM MICRO INC [IM]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

11/28/2007

_X__ Director Officer (give title

X__ 10% Owner _ 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)

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

6. Individual or Joint/Group Filing(Check

NASHVILLE, TN 37205

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Securit corr Dispos (Instr. 3,	sed 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	11/28/2007		S(1)	400	D	\$ 20.195	16,007,819 (2)	I (3)	Footnote 3		
Class A Common Stock	11/28/2007		S <u>(1)</u>	6,100	D	\$ 20.2	16,001,719 (2)	I (3)	Footnote 3		
Class A Common Stock	11/28/2007		S <u>(1)</u>	1,400	D	\$ 20.205	16,000,319 (2)	I (3)	Footnote 3		
Class A	11/28/2007		S <u>(1)</u>	7,800	D	\$ 20.21	15,992,519	I (3)	Footnote		

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Common Stock						(2)		3
Class A Common Stock	11/28/2007	S <u>(1)</u>	3,700	D	\$ 20.22	15,988,819 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	200	D	\$ 20.225	15,988,619 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	5,167	D	\$ 20.23	15,983,452 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	100	D	\$ 20.235	15,983,352 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	7,000	D	\$ 20.24	15,976,352 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	4,700	D	\$ 20.25	15,971,652 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	200	D	\$ 20.255	15,971,452 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	3,000	D	\$ 20.26	15,968,452 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	1,100	D	\$ 20.265	15,967,352 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	2,800	D	\$ 20.27	15,964,552 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	100	D	\$ 20.275	15,964,452 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	12,833	D	\$ 20.28	15,951,619 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	1,600	D	\$ 20.285	15,950,019 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	6,200	D	\$ 20.29	15,943,819 (2)	I (3)	Footnote 3

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Class A Common Stock	11/28/2007	S <u>(1)</u>	400	D	\$ 20.295	15,943,419 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	12,792	D	\$ 20.3	15,930,627 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	1,500	D	\$ 20.305	15,929,127 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	9,884	D	\$ 20.31	15,919,243 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	100	D	\$ 20.315	15,919,143 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	7,100	D	\$ 20.32	15,912,043 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	900	D	\$ 20.325	15,911,143 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	11,908	D	\$ 20.33	15,899,235 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	5,500	D	\$ 20.335	15,893,735 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S <u>(1)</u>	28,100	D	\$ 20.34	15,865,635 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	15,200	D	\$ 20.345	15,850,435 (2)	I (3)	Footnote 3
Class A Common Stock	11/28/2007	S(1)	22,815	D	\$ 20.35	15,827,620 (2)	I (3)	Footnote 3

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(9-02)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

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

Signatures

Lily Yan Arevalo for Martha R. 11/29/2007 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).
- The above transactions were pursuant to a trading plan entered into on November 20, 2007 (during a trading window), in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- Amount shown as indiretly owned by reporting person on Form 4 does not include shares owned directly. **(2)**
- (3) Securities are held in trust for the benefit of the reporting person.

Remarks:

Form 2 of 3.

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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