

INGRAM MICRO INC

Form 4

June 12, 2007

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Humes William David

(Last) (First) (Middle)

C/O INGRAM MICRO INC., 1600
E. ST. ANDREW PLACE

(Street)

SANTA ANA, CA 92705

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INGRAM MICRO INC [IM]

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

06/11/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	06/11/2007		M ⁽¹⁾		6,807	A	\$ 11.6875	6,807	D
Class A Common Stock	06/11/2007		M ⁽¹⁾		4,410	A	\$ 14.39	11,217	D
Class A Common Stock	06/11/2007		M ⁽¹⁾		4,900	A	\$ 13.03	16,117	D
Class A Common	06/11/2007		M ⁽¹⁾		7,450	A	\$ 11	23,567	D

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Stock

Class A

Common Stock	06/11/2007	M ⁽¹⁾	6,230	A	\$ 14.04	29,797	D
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Class A

Common Stock	06/11/2007	S ⁽¹⁾	29,797	D	\$ 22	0	D
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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 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. Amount or Number of Shares
Options to purchase (2)	\$ 11.6875	06/11/2007		M	2,538	02/01/2002 01/31/2010	Class A Common Stock	2,538
Options to purchase (2)	\$ 11.6875	06/11/2007		M	4,269	02/01/2003 01/31/2010	Class A Common Stock	4,269
Options to purchase (3)	\$ 14.39	06/11/2007		M	2,940	07/02/2002 07/01/2011	Class A Common Stock	2,940
Options to purchase (3)	\$ 14.39	06/11/2007		M	1,470	07/02/2003 07/01/2011	Class A Common Stock	1,470
Options to	\$ 13.03	06/11/2007		M	4,900	07/01/2003 06/30/2012	Class A Common	4,900

purchase (3)									Stock	
Options to purchase (4)	\$ 11	06/11/2007	M	7,450	07/01/2004	06/30/2013	Class A Common Stock	7,450		
Options to purchase (4)	\$ 14.04	06/11/2007	M	6,230	07/01/2005	06/30/2014	Class A Common Stock	6,230		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Humes William David C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705			EVP & CFO	

Signatures

Lily Yan Arevalo for William D.
Humes
06/12/2007

____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 March 1, 2007 (during a trading window), in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) Granted pursuant to the Issuer's 1998 Equity Incentive Plan.
- (3) Granted pursuant to the Issuer's 2000 Equity Incentive Plan.
- (4) Granted pursuant to the Issuer's 2003 Equity Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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