

INGRAM MICRO INC
Form 4
December 21, 2007

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

OMB APPROVAL

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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 *
MURAI KEVIN M

(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)
12/19/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & COO

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Class A Common Stock | 12/19/2007 | | M ⁽¹⁾ | | 34,924 A \$ 17.9 | 34,924 | D |
| Class A Common Stock | 12/19/2007 | | M ⁽¹⁾ | | 30,400 A \$ 14.04 | 65,324 | D |
| Class A Common Stock | 12/19/2007 | | M ⁽¹⁾ | | 19,600 A \$ 15.59 | 84,924 | D |
| Class A Common | 12/19/2007 | | S ⁽¹⁾ | | 3,000 D \$ 18.36 | 81,924 | D |

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| | | | | | | | |
|----------------------------|------------|------------------------|--------|---|-------------|--------|---|
| Stock | | | | | | | |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 16,000 | D | \$ 18.35 | 65,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 3,000 | D | \$ 18.34 | 62,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 4,000 | D | \$ 18.32 | 58,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 3,000 | D | \$ 18.31 | 55,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 1,000 | D | \$ 18.3 | 54,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 2,000 | D | \$ 18.26 | 52,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 12,000 | D | \$ 18.25 | 40,924 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 13,100 | D | \$ 18.22 | 27,824 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 13,500 | D | \$ 18.21 | 14,324 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 8,000 | D | \$ 18.2 | 6,324 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 1,824 | D | \$ 18.19 | 4,500 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 1,500 | D | \$ 18.18 | 3,000 | D |
| Class A Common Stock | 12/19/2007 | <u>S⁽¹⁾</u> | 3,000 | D | \$ 18.17 | 0 | D |

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

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information contained in this form are not**

SEC 1474
(9-02)

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Options to purchase <u>(2)</u> | \$ 17.9 | 12/19/2007 | | M | 9,054 | 02/01/2004 01/31/2012 | Class A Common Stock 9,054 |
| Options to purchase <u>(2)</u> | \$ 17.9 | 12/19/2007 | | M | 25,870 | 02/01/2005 01/31/2012 | Class A Common Stock 25,870 |
| Options to purchase <u>(3)</u> | \$ 14.04 | 12/19/2007 | | M | 30,400 | 07/01/2007 06/30/2014 | Class A Common Stock 30,400 |
| Options to purchase <u>(3)</u> | \$ 15.59 | 12/19/2007 | | M | 19,600 | 07/01/2006 06/30/2015 | Class A Common Stock 19,600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| MURAI KEVIN M C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705 | X | | President & COO | |

Signatures

Lily Yan Arevalo for Kevin M. Murai
Date: 12/20/2007

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).

The above transactions were pursuant to a trading plan entered into on August 20, 2007, or a trading plan entered into on August 20, 2007 and amended on November 9, 2007 (both 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 2000 Equity Incentive Plan.

(3) 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.

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.