

INGRAM MICRO INC  
Form 4  
October 19, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
INGRAM MARTHA R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
10/18/2007

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

C/O INGRAM INDUSTRIES  
INC., ONE BELLE MEADE PLACE  
4400 HARDING ROAD

(Street)

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

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. 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)
				(A) or (D)	Price		
Class A Common Stock	10/18/2007		S <sup>(1)</sup>	20,070 D	\$ 20	18,018,889	I <sup>(2)</sup> Footnote 2
Class A Common Stock	10/18/2007		S <sup>(1)</sup>	1,000 D	\$ 20.005	18,017,889	I <sup>(2)</sup> Footnote 2
Class A Common Stock	10/18/2007		S <sup>(1)</sup>	3,313 D	\$ 20.01	18,014,576	I <sup>(2)</sup> Footnote 2
Class A Common Stock	10/18/2007		S <sup>(1)</sup>	2,000 D	\$ 20.02	18,012,576	I <sup>(2)</sup> Footnote 2

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Common Stock									2
Class A Common Stock	10/18/2007	<u>S<sup>(1)</sup></u>	2,400	D	\$ 20.03	18,010,176	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/18/2007	<u>S<sup>(1)</sup></u>	1,400	D	\$ 20.04	18,008,776	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/18/2007	<u>S<sup>(1)</sup></u>	200	D	\$ 20.05	18,008,576	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	73,812	D	\$ 20	17,934,764	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	35,300	D	\$ 20.005	17,899,464	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	18,800	D	\$ 20.01	17,880,664	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	2,700	D	\$ 20.015	17,877,964	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	4,400	D	\$ 20.02	17,873,564	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	700	D	\$ 20.025	17,872,864	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	3,500	D	\$ 20.03	17,869,364	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	800	D	\$ 20.035	17,868,564	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	1,900	D	\$ 20.04	17,866,664	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	14,200	D	\$ 20.05	17,852,464	<u>I<sup>(2)</sup></u>		Footnote 2
Class A Common Stock	10/19/2007	<u>S<sup>(1)</sup></u>	1,200	D	\$ 20.06	17,851,264	<u>I<sup>(2)</sup></u>		Footnote 2



## 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 July 31, 2007 (during a trading window), in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
- (2) 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.