

INGRAM MICRO INC  
Form 4  
September 04, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
WYATT JOE B  
  
(Last) (First) (Middle)  
  
C/O INGRAM MICRO INC., 1600  
E. ST. ANDREW PLACE

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/03/2013

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

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

(Street)  
  
SANTA ANA, CA 92705

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

(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			
				Code	V	Amount		
Class A Common Stock	09/03/2013		M <sup>(1)</sup>	5,967	A	\$ 18.75	50,347	D
Class A Common Stock	09/03/2013		S <sup>(1)</sup>	5,967	D	\$ 22.3156	44,380	D
						<sup>(2)</sup>		

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

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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)	8. Fair Value of Derivative Security (Instr. 3)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	994	03/01/2005	01/31/2015	Class A Common Stock	994	\$
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	994	04/01/2005	01/31/2015	Class A Common Stock	994	\$
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	994	05/01/2005	01/31/2015	Class A Common Stock	994	\$
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	995	09/01/2005	01/31/2015	Class A Common Stock	995	\$
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	995	10/01/2005	01/31/2015	Class A Common Stock	995	\$
Options to purchase <u>(3)</u>	\$ 18.75	09/03/2013		M	995	11/01/2005	01/31/2015	Class A Common Stock	995	\$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X			

WYATT JOE B  
C/O INGRAM MICRO INC.  
1600 E. ST. ANDREW PLACE  
SANTA ANA, CA 92705

## Signatures

Lily Yan Arevalo for Joe B.  
Wyatt

09/04/2013

\_\_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 May 22, 2013, (during a trading window), in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended.
  - (2) Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.99 to \$22.46, inclusive. Details regarding the number of shares sold at each separate price will be provided upon request.
  - (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.  
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