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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

1(b).

(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)

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

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title 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

SANTA ANA, CA 92705

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secui	rities Acquir	red, Disposed of,	or Beneficiall	y 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)	onor Dispos (Instr. 3,	ed 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	06/11/2007		M(1)	6,807	A	\$ 11.6875	6,807	D	
Class A Common Stock	06/11/2007		M <u>(1)</u>	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 <u>(1)</u>	6,230	A	\$ 14.04	29,797	D
Class A Common Stock	06/11/2007	S <u>(1)</u>	29,797	D	\$ 22	0	D

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

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

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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 (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

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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	\$ 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	Keiauonsnips						
	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

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).

Date

- (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. 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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