

INGRAM MICRO INC
Form 4
October 02, 2014

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 *
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)
10/01/2014

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 | 10/01/2014 | | M ⁽¹⁾ | 6,166 | A | \$ 19.55 | 50,546 | D |
| Class A Common Stock | 10/01/2014 | | S ⁽¹⁾ | 6,166 | D | \$ 25.5707 | 44,380 | D |
| | | | | | | ⁽²⁾ | | |

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

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,027 | 05/03/2006 01/02/2016 | Class A Common Stock | 1,027 |
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,027 | 06/03/2006 01/02/2016 | Class A Common Stock | 1,027 |
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,028 | 07/03/2006 01/02/2016 | Class A Common Stock | 1,028 |
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,028 | 11/03/2006 01/02/2016 | Class A Common Stock | 1,028 |
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,028 | 12/03/2006 01/02/2016 | Class A Common Stock | 1,028 |
| Options to purchase <u>(3)</u> | \$ 19.55 | 10/01/2014 | | M | 1,028 | 01/03/2007 01/02/2016 | Class A Common Stock | 1,028 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WYATT JOE B C/O INGRAM MICRO INC. | X | | | |

1600 E. ST. ANDREW PLACE
SANTA ANA, CA 92705

Signatures

Lily Yan Arevalo for Joe B.
Wyatt

10/02/2014

__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 \$25.44 to \$25.70, 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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