

INGRAM MICRO INC

Form 4

August 22, 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
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(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**

(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)

08/21/2007

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)

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	(A) or (D)	Price		
Class A Common Stock	08/21/2007		M		5,880	A	\$ 14.5625	65,260	D
Class A Common Stock	08/21/2007		M		5,000	A	\$ 12.125	70,260	D
Class A Common Stock	08/21/2007		S		10,880	D	\$ 18.6	59,380	D
Class A Common	08/22/2007		M		11,000	A	\$ 12.125	70,380	D

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Stock

Class A

Common 08/22/2007 S 11,000 D \$ 19.01 59,380 D
Stock

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

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SEC 1474
(9-02)

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Options to purchase (1)	\$ 14.5625	08/21/2007		M	5,880	09/15/1999	09/14/2007	Class A Common Stock	5,880	
Options to purchase (1)	\$ 12.125	08/21/2007		M	1,333	12/01/1999	10/31/2007	Class A Common Stock	1,333	\$
Options to purchase (1)	\$ 12.125	08/21/2007		M	1,333	01/01/2000	10/31/2007	Class A Common Stock	1,333	\$
Options to purchase (1)	\$ 12.125	08/21/2007		M	1,333	02/01/2000	10/13/2007	Class A Common Stock	1,333	\$
Options to purchase (1)	\$ 12.125	08/21/2007		M	1,001	03/01/2000	10/31/2007	Class A Common Stock	1,001	\$
	\$ 12.125	08/22/2007		M	332	03/01/2000	10/31/2007		332	\$

Options to purchase <u>(1)</u>									Class A Common Stock		
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,333	04/01/2000	10/31/2007		Class A Common Stock	1,333	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,333	05/01/2000	10/31/2007		Class A Common Stock	1,333	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,333	06/01/2000	10/31/2007		Class A Common Stock	1,333	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,333	07/01/2000	10/31/2007		Class A Common Stock	1,333	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,334	08/01/2000	10/31/2007		Class A Common Stock	1,334	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,334	09/01/2000	10/31/2007		Class A Common Stock	1,334	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,334	10/01/2000	10/31/2007		Class A Common Stock	1,334	S
Options to purchase <u>(1)</u>	\$ 12.125	08/22/2007		M	1,334	11/01/2000	10/31/2007		Class A Common Stock	1,334	S

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WYATT JOE B C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705	X			

Signatures

Lily Yan Arevalo for Joe B.
Wyatt

08/22/2007

__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).

(1) Granted pursuant to the Issuer's 1998 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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