

INGRAM MICRO INC
Form 4
April 18, 2007

FORM 4

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

OMB APPROVAL

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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 *
Humes William David

(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)
04/16/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	Price	
Class A Common Stock	04/16/2007		M ⁽¹⁾		12,040	\$ 12.5625	D
Class A Common Stock	04/16/2007		M ⁽¹⁾		6,246	\$ 11.6875	D
Class A Common Stock	04/16/2007		M ⁽¹⁾		3,500	\$ 12.75	D
Class A Common	04/16/2007		S ⁽¹⁾		21,786	\$ 20	D

Stock

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

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(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 (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>(2)</u>	\$ 12.5625	04/16/2007		M	6,020	05/01/2000 09/30/2009	Class A Common Stock	6,020
Options to purchase <u>(2)</u>	\$ 12.5625	04/16/2007		M	2,006	11/01/2000 09/30/2009	Class A Common Stock	2,006
Options to purchase <u>(2)</u>	\$ 12.5625	04/16/2007		M	2,007	05/01/2001 09/30/2009	Class A Common Stock	2,007
Options to purchase <u>(2)</u>	\$ 12.5625	04/16/2007		M	2,007	11/01/2001 09/30/2009	Class A Common Stock	2,007
Options to purchase <u>(2)</u>	\$ 11.6875	04/16/2007		M	4,351	02/01/2001 01/31/2010	Class A Common Stock	4,351
Options to purchase <u>(2)</u>	\$ 11.6875	04/16/2007		M	1,813	02/01/2002 01/31/2010	Class A Common Stock	1,813

Options to purchase (2)	\$ 11.6875	04/16/2007	M	82	02/01/2003	01/31/2010	Class A Common Stock	82
Options to purchase (3)	\$ 12.75	04/16/2007	M	1,166	11/08/2000	11/07/2009	Class A Common Stock	1,166
Options to purchase (3)	\$ 12.75	04/16/2007	M	1,167	11/08/2001	11/07/2009	Class A Common Stock	1,167
Options to purchase (3)	\$ 12.75	04/16/2007	M	1,167	11/08/2002	11/07/2009	Class A Common Stock	1,167

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

04/17/2007

**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) 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 Amended and Restated 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. 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.