INGRAM MICRO INC

Form 4

March 03, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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response...

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WYATT JOE B

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

INGRAM MICRO INC [IM]

(Month/Day/Year)

03/02/2009

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

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

C/O INGRAM MICRO INC., 1600

E. ST. ANDREW PLACE

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

SANTA ANA, CA 92705

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(Month/Day/Year)

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

(A)

or

5. Amount of Securities Beneficially Owned

7. Nature of 6. Ownership Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4)

(Instr. 4)

Following Reported

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 8)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any

5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8 **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	03/31/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	04/30/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	05/31/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,251	06/30/2009	03/01/2019	Class A Common Stock	3,251
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	07/31/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	08/31/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,251	09/30/2009	03/01/2019	Class A Common Stock	3,251
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	10/31/2009	03/01/2019	Class A Common Stock	3,250
Options to purchase (1)	\$ 10.62	03/02/2009		A	3,250	11/30/2009	03/01/2019	Class A Common Stock	3,250

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Options								Class A	
to purchase	\$ 10.62	03/02/2009	A	3.	,251	12/31/2009	03/01/2019	Common	3,251
(1)								Stock	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

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 03/03/2009

**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 Amended and Restated 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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