

INSIGHT ENTERPRISES INC
 Form 4
 February 21, 2008

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 *
FENTON STUART

2. Issuer Name and Ticker or Trading Symbol
INSIGHT ENTERPRISES INC [NSIT]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
1305 WEST AUTO DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/19/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President Insight EMEA

TEMPE, AZ 85284

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 02/19/2008 | | M | | 25,000 | A | \$ 10.02 |
| Common Stock | 02/19/2008 | | S | | 1,950 | D | \$ 18.85 |
| Common Stock | 02/19/2008 | | S | | 3,000 | D | \$ 18.062 |
| Common Stock | 02/19/2008 | | S | | 3,000 | D | \$ 18.8817 |
| Common Stock | 02/19/2008 | | S | | 3,400 | D | \$ 18.914 |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 02/19/2008 | S | 5,200 | D | \$ 18.9 | 8,450 | D |
| Common Stock | 02/19/2008 | S | 3,800 | D | \$ 18.8685 | 4,650 | D |
| Common Stock | 02/19/2008 | S | 2,500 | D | \$ 18.8732 | 2,150 | D |
| Common Stock | 02/19/2008 | S | 1,750 | D | \$ 18.9145 | 1,750 | D |
| Common Stock | 02/19/2008 | S | 400 | D | \$ 18.935 | 0 | D |
| Common Stock | 02/19/2008 | M | 8,200 | A | \$ 0 | 18,467 | D |
| Common Stock | 02/19/2008 | S | 8,200 | D | \$ 18.8685 | 10,267 | 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.

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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 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 |
| Stock Option (Right to Buy) | \$ 10.02 | 02/19/2008 | | M | 25,000 | 10/14/2005 | 10/14/2012 | Common Stock | 25,000 |
| Restricted Stock Unit | \$ 0 | 02/19/2008 | | M | 8,200 | <u>(1)</u> | <u>(1)</u> | Common Stock | 8,200 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

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Director 10% Owner Officer Other

FENTON STUART
1305 WEST AUTO DRIVE
TEMPE, AZ 85284

President Insight EMEA

Signatures

Karen K. McGinnis, by Power of Attorney, for Stuart
Fenton

02/21/2008

__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).

The restricted stock units were granted on January 19, 2006. The number of restricted stock units increased with the actual earnings per (1) share (for the fiscal year ending December 31, 2006, on a consolidated non-GAAP diluted basis) and was greater than the target earnings per share. Vesting occurs in three equal installments beginning February 1, 2007.

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.