

INGRAM MICRO INC
Form 4
December 03, 2013

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 *
Schulz Gerhard

(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)
12/02/2013

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)
Sr. Exec. VP and Pres., Europe

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 | (D) | Price |
| Class A Common Stock | 12/02/2013 | | M | | 12,780 | A | \$ 19.55 31,839 |
| Class A Common Stock | 12/02/2013 | | M | | 24,480 | A | \$ 20.7 56,319 |
| Class A Common Stock | 12/02/2013 | | S | | 35,997 | D | \$ 23.8847 20,322 |

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 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>(2)</u> | \$ 19.55 | 12/02/2013 | | M | 4,260 | 01/03/2007 01/02/2016 | Class A Common Stock | 4,260 |
| Options to purchase <u>(2)</u> | \$ 19.55 | 12/02/2013 | | M | 4,260 | 01/03/2008 01/02/2016 | Class A Common Stock | 4,260 |
| Options to purchase <u>(2)</u> | \$ 19.55 | 12/02/2013 | | M | 4,260 | 01/03/2009 01/02/2016 | Class A Common Stock | 4,260 |
| Options to purchase <u>(2)</u> | \$ 20.7 | 12/02/2013 | | M | 8,160 | 01/03/2008 01/02/2017 | Class A Common Stock | 8,160 |
| Options to purchase <u>(2)</u> | \$ 20.7 | 12/02/2013 | | M | 8,160 | 01/03/2009 01/02/2017 | Class A Common Stock | 8,160 |
| Options to purchase <u>(2)</u> | \$ 20.7 | 12/02/2013 | | M | 8,160 | 01/03/2010 01/02/2017 | Class A Common Stock | 8,160 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schulz Gerhard C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705 | | | Sr. Exec. VP and Pres., Europe | |

Signatures

| | |
|--|---------------------|
| Lily Yan Hughes for Gerhard Schulz | 12/03/2013 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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) Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.83 to \$23.92, inclusive. Details regarding the number of shares sold at each separate price will be provided upon request.
 - (2) 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. 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.