### Edgar Filing: INGLES MARKETS INC - Form 4

INGLES M Form 4	ARKETS INC											
September FORN	<b>4</b> UNITED	STATES				AND EX 1, D.C. 2			OMMISSION	OMB A OMB Number:	PPROVAL 3235-0287	
Check t if no lor subject Section Form 4 Form 5			SEC	CUI	RITIES	<b>ERSHIP OF</b> Act of 1934,	Expires: January 20 Estimated average burden hours per response					
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	a) of the F	Public U	Jtility I	Hol	lding Co	mpa	•	1935 or Sectior	1		
(Print or Type	Responses)											
1. Name and Freeman R	Address of Reporting conald B		Symbol			d Ticker o CETS IN		8	5. Relationship of Issuer	Reporting Per	son(s) to	
				LES MARKETS INC [IMKTA] e of Earliest Transaction					(Check all applicable)			
2913 US H	IIGHWAY 70 WE		(Month/1 09/08/2	•	ar)				_X_ Director _X_ Officer (give below) Chief Financial O	title <u>X</u> Otl below)		
	(Street)		4. If Am Filed(Mo			Date Origir ar)	nal		6. Individual or Jo Applicable Line) _X_ Form filed by O	ne Reporting P	erson	
BLACK M	IOUNTAIN, NC 2	28711							Form filed by M Person	ore than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - N	on-	Derivativ	e Seci	urities Acqu	ired, Disposed of	or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr.	8)	4. Securi por Dispo (Instr. 3, Amount	sed of		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)	
Class A Common Stock	09/08/2008			J <u>(1)</u>		200	D	\$ 25.23	989,800	Ι	Employee Benefit Plan Trustee <u>(1)</u>	
Class A Common Stock	09/08/2008			J <u>(1)</u>		1,600	D	\$ 25.2712	988,200	Ι	Employee Benefit Plan Trustee (1)	
Class A Common Stock	09/08/2008			J <u>(1)</u>		300	D	\$ 25.2933	987,900	Ι	Employee Benefit Plan	

### Edgar Filing: INGLES MARKETS INC - Form 4

								Trustee (1)
Class A Common Stock	09/08/2008	J <u>(1)</u>	2,235	D	\$ 25.3026	985.665	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/08/2008	J <u>(1)</u>	700	D	\$ 25.3071	984,965	Ι	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	1,901	D	\$ 25.3094	983,064	Ι	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	100	D	\$ 25.31	982,964	I	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	2,000	D	\$ 25.3445	980,964	Ι	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	400	D	\$ 25.3575	980,564	I	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	3,000	D	\$ 25.3621	977,564	Ι	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock	09/08/2008	J <u>(1)</u>	200	D	\$ 25.365	977,364	Ι	Employee Benefit Plan Trustee <u>(1)</u>
Class A Common Stock (2)	09/08/2008	J <u>(1)</u>	400	D	\$ 25.3699	976,964	Ι	Employee Benefit Plan Trustee (1)

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.

 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)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

#### Edgar Filing: INGLES MARKETS INC - Form 4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
FB	Director	10% Owner	Officer	Other				
Freeman Ronald B 2913 US HIGHWAY 70 WEST BLACK MOUNTAIN, NC 28711	Х		Chief Financial Officer	Profit Sharing Plan Trustee				

## Signatures

/s/ Ronald B. Freeman	09/10/2008				
<u>**</u> 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 reported transactions constitute sales of Class A Common Stock to meet the liquidity needs of the Ingles Markets Investment/Profit Sharing Plan (the "Plan") for making distributions to Plan participants. The number of shares reported as sold and as beneficially owned reflect the total number of shares sold or owned by the Plan for the benefit of all Plan participants. The reporting person is a trustee of the

- (1) Plan. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his or her pecuniary interest therein, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose except to the extent of his or her pecuniary interest.
- (2) Mr. Freeman directly held 2,087 shares of Class A Common Stock on September 8, 2008.

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.