Freeman Ronald B Form 4 September 15, 2008

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

2. Issuer Name and Ticker or Trading

**INGLES MARKETS INC [IMKTA]** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

Freeman Ronald B

1. Name and Address of Reporting Person \*

(Last) (First) (Middle) 2913 US HIGHWAY 70 WEST			3. Date of Earliest Transaction (Month/Day/Year) 09/11/2008					_X Director 10% Owner X Officer (give titleX Other (specify below)				
2913 US HIGHWAY 70 WEST (Street) 4								Chief Financial Officer / Profit Sharing Plan Trustee				
	(Street)			endment, I	ŭ	nal		6. Individual or Jo	int/Group Fili	ng(Check		
				·					Applicable Line) _X_ 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										lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)  (A) or				(D)	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	09/11/2008			J <u>(1)</u>	1,500	D	\$ 25.7746	946,465	I	Employee Benefit Plan Trustee (1)		
Class A Common Stock	09/11/2008			J <u>(1)</u>	2,000	D	\$ 25.8325	944,465	I	Employee Benefit Plan Trustee (1)		
Class A Common Stock	09/11/2008			J <u>(1)</u>	2,000	D	\$ 25.8325	942,465	I	Employee Benefit Plan		

								Trustee (1)
Class A Common Stock	09/11/2008	<u>J(1)</u>	1,500	D	\$ 25.8413	940,965	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/11/2008	J <u>(1)</u>	2,500	D	\$ 25.8512	938,465	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/11/2008	J <u>(1)</u>	1,465	D	\$ 25.8558	937,000	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/11/2008	<u>J(1)</u>	2,000	D	\$ 25.8615	935,000	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/11/2008	J <u>(1)</u>	2,000	D	\$ 25.8645	933,000	I	Employee Benefit Plan Trustee (1)
Class A Common Stock	09/11/2008	<u>J(1)</u>	1,500	D	\$ 25.8677	931,500	I	Employee Benefit Plan Trustee (1)
Class A Common Stock (2)	09/11/2008	<u>J(1)</u>	1,500	D	\$ 25.984	930,000	I	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.

SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative		e	Securities	(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

#### Edgar Filing: Freeman Ronald B - Form 4

(Instr. 3, 4, and 5)

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Freeman Ronald B

2012 US HIGHWAY 70 WEST.

2913 US HIGHWAY 70 WEST X Chief Financial Officer Trustee

## **Signatures**

/s/ Ronald B. 09/15/2008 Freeman

\*\*Signature of Date
Reporting Person

# **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).

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 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

The reported transactions constitute sales of Class A Common Stock to meet the liquidity needs of the Ingles Markets Investment/Profit

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 therein.

(2) (2) Mr. Freeman directly held 2,087 shares of Class A Common Stock on September 11, 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.

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