INGRAM MICRO INC
Form 4
March 05, 2014

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
MONIE ALAIN

(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)
03/03/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Class A Common Stock	03/03/2014		A(1)		82,317	A	$ 0	335,076	D	
Class A Common Stock	03/03/2014		A(2)		3,165	A	$ 0	338,241	D	
Class A Common Stock	03/03/2014		A(2)		1,187	A	$ 0	339,428	D	
Class A Common	03/03/2014		F		1,637	D	$ 29.09	337,791	D	

Stock								
Class A Common Stock	03/04/2014	M	42,960	A	$ 18.75	380,751	D	
Class A Common Stock	03/04/2014	S	39,187	D	$ 29.372 (3)	341,564	D	

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

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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
Options to purchase (4)	$ 18.75	03/04/2014		M			14,320	02/01/2006	01/31/2015	Class A Common Stock	14,320
Options to purchase (4)	$ 18.75	03/04/2014		M			14,320	02/01/2007	01/31/2015	Class A Common Stock	14,320
Options to purchase (4)	$ 18.75	03/04/2014		M			14,320	02/01/2008	01/31/2015	Class A Common Stock	14,320

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONIE ALAIN	X		CEO	

C/O INGRAM MICRO INC.
1600 E. ST. ANDREW PLACE
SANTA ANA, CA 92705

Signatures

Lily Yan Arevalo for Alain Monie	03/05/2014
**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) Performance-based restricted stock units granted pursuant to the Issuer's 2011 Equity Incentive Plan, to be settled solely by delivery of an equal amount of Ingram Micro Inc. Class A common stock, vesting in two equal installments on June 3, 2015 and June 3, 2016, provided the reporting person is employed by the Issuer on vesting dates.

(2) Performanced-based restricted stock units granted pursuant to the Issuer's 2011 Equity Incentive Plan, to be settled solely by delivery of an equal amount of shares of Ingram Micro Inc. Class a common stock, to vest on March 3, 2014.

(3) Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from $29.315 to $29.42, inclusive. Details regarding the number of shares sold at each searate price will be provided upon request.

(4) 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.
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