

INGRAM ORRIN H II  
Form 4  
May 31, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
INGRAM ORRIN H II

2. Issuer Name and Ticker or Trading Symbol  
INGRAM MICRO INC [IM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

C/O INGRAM INDUSTRIES  
INC., ONE BELLE MEADE PLACE  
4400 HARDING ROAD

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

(Street)  
NASHVILLE, TN 37205

(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	(A) or (D)	Price
Class A Common Stock	05/29/2012		M		7,801	A		\$ 11.31
Class A Common Stock	05/29/2012		S		7,801	D		\$ 18.0183

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

SEC 1474 (9-02)

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)	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. Derivative Securities (Instr. 3 and 4)
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		03/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		04/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		05/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		06/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		07/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		08/03/2003 02/02/2013	Class A Common Stock 650
Options to purchase <u>(2)</u>	\$ 11.31	05/29/2012		M		650		09/03/2003 02/02/2013	Class A Common Stock 650
	\$ 11.31	05/29/2012		M		650		10/03/2003 02/02/2013	Class A Common Stock 650

Options to purchase (2)								Class A Common Stock		
Options to purchase (2)	\$ 11.31	05/29/2012	M	650	11/03/2003	02/02/2013		Class A Common Stock	650	\$
Options to purchase (2)	\$ 11.31	05/29/2012	M	650	12/03/2003	02/02/2013		Class A Common Stock	650	\$
Options to purchase (2)	\$ 11.31	05/29/2012	M	650	01/03/2004	02/02/2013		Class A Common Stock	650	\$
Options to purchase (2)	\$ 11.31	05/29/2012	M	651	02/03/2004	02/02/2013		Class A Common Stock	651	\$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
INGRAM ORRIN H II C/O INGRAM INDUSTRIES INC. ONE BELLE MEADE PLACE 4400 HARDING ROAD NASHVILLE, TN 37205			X	

## Signatures

Lily Yan Arevalo for Orrin H. Ingram  
Date: 05/31/2012

\*\*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) The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$18.00 to \$18.0401, inclusive. Details regarding the number of shares sold at each separate price will be provided upon request.
- (2) Granted pursuant to the Issuer's 2000 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.