

INGRAM MICRO INC  
Form 8-K  
January 02, 2008

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported):**

**January 2, 2008**

**INGRAM MICRO INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

<b>Delaware</b>	<b>1-12203</b>	<b>62-1644402</b>
<b>(State of</b>	<b>(Commission File</b>	<b>(I.R.S. Employer</b>
<b>Incorporation or</b>	<b>Number)</b>	<b>Identification No.)</b>
<b>organization</b>		

**1600 E. St. Andrew Place  
Santa Ana, CA 92799-5125**

**(Address, including zip code of Registrant's principal executive offices)**

**Registrant's telephone number, including area code: (714) 566-1000**

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):**

**Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**

**Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**

**Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**

**Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**

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**Item 8.01 Other Events.**

Updated compensation agreements for the Board of Directors of Ingram Micro Inc., a Delaware corporation (the “Corporation”) and for awards to be granted under the Corporation’s 2003 Equity Incentive Plan are included as exhibits under Item 9.01.

**Item 9.01 Financial Statements and Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Compensation Agreement -- Form of Board of Directors Compensation Election Form (Chairman of the Board)
99.2	Compensation Agreement -- Form of Board of Directors Compensation Election Form (Audit Committee Chair)
99.3	Compensation Agreement -- Form of Board of Directors Compensation Election Form (Non-Audit Committee Chair)
99.4	Compensation Agreement -- Form of Board of Directors Compensation Election Form (Non-Chair Member)
99.5	Compensation Agreement -- Form of Board of Directors Restricted Stock Units Deferral Election Agreement
99.6	Compensation Agreement -- Form of Board of Directors Compensation Cash Deferral Election Form
99.7	Compensation Agreement -- Form of Stock Option Award Agreement for European Union Countries
99.8	Compensation Agreement -- Form of Stock Option Award Agreement for Non-European Union Countries
99.9	Compensation Agreement -- Form of Stock Option Award Agreement for Italy
99.10	Compensation Agreement -- Form of Performance-Based Restricted Stock Units Award Agreement for European Union Countries

- 99.11 Compensation Agreement -- Form of Performance-Based Restricted Stock Units Award Agreement for Non-European Union Countries
- 99.12 Compensation Agreement -- Form of Performance-Based Restricted Stock Units Award Agreement for France
- 99.13 Compensation Agreement -- Form of Performance-Based Restricted Stock Units Award Agreement for Italy
- 99.14 Compensation Agreement -- Form of Time-Based Restricted Stock Units Award Agreement for European Union Countries
- 99.15 Compensation Agreement -- Form of Time-Based Restricted Stock Units Award Agreement for Non-European Union Countries
- 99.16 Compensation Agreement -- Form of Time-Based Restricted Stock Units Award Agreement for France
- 99.17 Compensation Agreement -- Form of Time-Based Restricted Stock Units Award Agreement for Italy

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**INGRAM MICRO INC.**

By: /s/ Larry C. Boyd  
Name: Larry C. Boyd  
Title: Senior Vice President,  
Secretary and General  
Counsel

Date: January 2, 2008