

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

SCHEDULE 13G

(Rule 13d-102)

Information Statement
Pursuant to Rules 13d-1 and 13d-2

Under the Securities Exchange Act of 1934

(Amendment No. 3)

Ingram Micro Inc.

(Name of Issuer)

Class A Common Stock, par value \$0.01

(Title of Class of Securities)

457153

(CUSIP Number)

Check the following box if a fee is being paid with this statement []

Page 1 of 73 Pages
Exhibit Index on Page 62

CUSIP NO. 457153

13G

Page 2 of 73

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Martha R. Ingram

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) [x]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

2,134,818

6. SHARED VOTING POWER

74,733,680

7. SOLE DISPOSITIVE POWER

2,134,818

8. SHARED DISPOSITIVE POWER

74,733,680

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

76,868,498

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

[]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

52.0%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Orrin H. Ingram, II

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,878,170

6. SHARED VOTING POWER

51,286,290

7. SOLE DISPOSITIVE POWER

1,878,170

8. SHARED DISPOSITIVE POWER

51,286,290

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

53,164,460

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

42.8%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

John R. Ingram

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,910,196

6. SHARED VOTING POWER

68,546,290

7. SOLE DISPOSITIVE POWER

1,910,196

8. SHARED DISPOSITIVE POWER

68,546,290

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

70,456,486

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

49.8%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

David B. Ingram

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

3,316,029

6. SHARED VOTING POWER

51,286,290

7. SOLE DISPOSITIVE POWER

3,316,029

8. SHARED DISPOSITIVE POWER

51,286,290

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

54,602,319

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

43.5%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Robin B. Ingram Patton

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

377,208

6. SHARED VOTING POWER

51,015,336

7. SOLE DISPOSITIVE POWER

377,208

8. SHARED DISPOSITIVE POWER

51,015,336

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,392,544

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

42.0%

12. TYPE OF REPORTING PERSON

IN

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

QTIP Marital Trust Created Under the E. Bronson Ingram
Revocable Trust Agreement Dated January 4, 1995

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

49,099,259

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

49,099,259

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

49,099,259

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

40.9%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

E. Bronson Ingram 1995 Charitable Remainder 5% Unitrust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

814,817

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

814,817

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

814,817

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Martha and Bronson Ingram Foundation

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

252,289

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

252,289

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

252,289

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.4%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

E. Bronson Ingram 1994 Charitable Lead Annuity Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,934,742

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,934,742

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,934,742

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.7%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Ingram Charitable Fund, Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

17,260,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

17,260,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

17,260,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

19.6%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with
E. Bronson Ingram Dated October 27, 1967

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

345,868

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

345,868

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

345,868

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.5%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with
E. Bronson Ingram Dated June 14, 1968

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

942,175

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

942,175

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

942,175

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.3%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with
Hortense B. Ingram Dated December 22, 1975

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

75,916

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

75,916

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The Orrin H. Ingram Irrevocable Trust Dated July 9,
1992

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

71,007

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

71,007

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of Orrin H. Ingram
Established by Martha R. Rivers Under Agreement of
Trust Originally Dated April 30, 1982, as Amended

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

6,892

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,892

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The Orrin H. Ingram Annuity Trust 1999

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

900,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

900,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

900,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.3%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The Orrin and Sara Ingram Family 1997 Generation
Skipping Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

35,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

35,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

35,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for John Rivers Ingram, Under Agreement with
E. Bronson Ingram Dated October 27, 1967

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

347,387

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

347,387

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

347,387

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.5%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for John Rivers Ingram, Under Agreement with
E. Bronson Ingram Dated June 14, 1968

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

926,365

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

926,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

926,365

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.3%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for John Rivers Ingram, Under Agreement with
Hortense B. Ingram Dated December 22, 1975

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

75,916

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

75,916

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The John R. Ingram Irrevocable Trust Dated July 9,
1992

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

71,007

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

71,007

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of John R. Ingram
Established by Martha R. Rivers Under Agreement of
Trust Originally Dated April 30, 1982, as Amended

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

6,892

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,892

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The John and Stephanie Ingram Family 1996
Generation Skipping Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

31,497

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

31,497

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,497

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The John Rivers Ingram Annuity Trust 1999

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

900,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

900,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

900,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.3%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for David B. Ingram, Under Agreement with E.
Bronson Ingram Dated October 27, 1967

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

652,313

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

652,313

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

652,313

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.9%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for David B. Ingram, Under Agreement with E.
Bronson Ingram Dated June 14, 1968

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,739,921

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,739,921

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,739,921

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.4%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for David B. Ingram, Under Agreement with
Hortense B. Ingram Dated December 22, 1975

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

142,586

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

142,586

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,586

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.2%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The David B. Ingram Irrevocable Trust Dated July
9, 1992

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

133,365

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

133,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

133,365

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.2%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of David B. Ingram
Established by Martha R. Rivers Under Agreement of
Trust Originally Dated April 30, 1982, as Amended

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

12,945

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

12,945

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12,945

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

David and Sarah Ingram Family 1996 Generation
Skipping Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

59,157

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

59,157

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

59,157

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The David Bronson Ingram Annuity Trust 1999

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,200,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,200,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,200,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.7%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The David Bronson Ingram Annuity Trust No. 2 1999

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,000,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,000,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,000,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.4%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The David Bronson Ingram Annuity Trust No. 3 1999

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

500,000

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

500,000

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

500,000

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.7%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement
with E. Bronson Ingram Dated October 27, 1967

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

926,365

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

926,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

926,365

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.3%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement
with E. Bronson Ingram Dated June 14, 1968

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,852,729

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,852,729

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,852,729

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.5%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement
with Hortense B. Ingram Dated December 22, 1975

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

75,926

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

75,926

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

75,926

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

The Robin Ingram Patton Irrevocable Trust Dated
July 9, 1992

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

71,007

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

71,007

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.1%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of Robin B. Ingram
Established by Martha R. Rivers Under Agreement of
Trust Originally Dated April 30, 1982, as Amended

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

6,892

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,892

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Wilson Rivers Patton/Minor's Trust Established by Richard C. Patton
under Agreement of Trust Dated December 27, 1994

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Georgia

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,040

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,040

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,040

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Reid Ingram Patton/Minor's Trust Established by Robin Ingram Patton
under Agreement of Trust Dated December 19, 1997

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Georgia

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,040

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,040

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,040

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

Crawford Bronson Patton/Minor's Trust Established by Robin Ingram
Patton under Agreement of Trust Dated December 19, 1997

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Georgia

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

1,040

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,040

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,040

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO.

SunTrust Bank, Atlanta

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Georgia

Number of Shares
Beneficially Owned
by Each Reporting
Person With

5. SOLE VOTING POWER

532,739

6. SHARED VOTING POWER

8,079,509

7. SOLE DISPOSITIVE POWER

532,739

8. SHARED DISPOSITIVE POWER

8,079,509

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

8,612,248

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10.8%

12. TYPE OF REPORTING PERSON

BK

Item 1(a). Name of Issuer:

Ingram Micro Inc. (the "Company")

Item 1(b). Address of Issuer's Principal Executive Offices:

1600 E. St. Andrew Place
Santa Ana, CA 92705

Item 2(a). Name of Persons Filing:

Martha R. Ingram

Orrin H. Ingram, II

John R. Ingram

David B. Ingram

Robin B. Ingram Patton

QTIP Marital Trust Created Under the E.
Bronson Ingram Revocable Trust Agreement
Dated January 4, 1995 ("QTIP Trust")

E. Bronson Ingram 1995 Charitable Remainder
5% Unitrust ("Charitable Remainder")

Martha and Bronson Ingram Foundation
("Foundation")

E. Bronson Ingram 1994 Charitable Lead
Annuity Trust ("Charitable Lead")

Ingram Charitable Fund, Inc. ("Charitable
Fund")

Trust for Orrin Henry Ingram, II, Under
Agreement with E. Bronson Ingram Dated
October 27, 1967 ("OHI '67 Trust")

Trust for Orrin Henry Ingram, II, Under
Agreement with E. Bronson Ingram Dated June
14, 1968 ("OHI '68 Trust")

Trust for Orrin Henry Ingram, II, Under
Agreement with Hortense B. Ingram Dated
December 22, 1975 ("OHI '75 Trust")

The Orrin H. Ingram Irrevocable Trust Dated
July 9, 1992 ("OHI '92 Trust")

Trust for the Benefit of Orrin H. Ingram
Established by Martha R. Rivers Under
Agreement of Trust Originally Dated April 30,
1982, as Amended ("OHI '82 Trust")

The Orrin H. Ingram Annuity Trust 1999 ("OHI
'99 Trust")

The Orrin and Sara Ingram Family 1997
Generation Skipping Trust ("OSI Family '97
Trust")

Trust for John Rivers Ingram, Under Agreement
with E. Bronson Ingram Dated October 27, 1967
("JRI '67 Trust")

Trust for John Rivers Ingram, Under Agreement
with E. Bronson Ingram Dated June 14, 1968
("JRI '68 Trust")

Trust for John Rivers Ingram, Under Agreement
with Hortense B. Ingram Dated December 22,
1975 ("JRI '75 Trust")

The John R. Ingram Irrevocable Trust Dated
July 9, 1992 ("JRI '92 Trust")

Trust for the Benefit of John R. Ingram
Established by Martha R. Rivers Under
Agreement of Trust Originally Dated April 30,
1982, as Amended ("JRI '82 Trust")

The John and Stephanie Ingram Family 1996
Generation Skipping Trust ("JRI Family
Trust")

The John Rivers Ingram Annuity Trust 1999
("JRI '99 Trust")

Trust for David B. Ingram, Under Agreement
with E. Bronson Ingram Dated October 27, 1967
("DBI '67 Trust")

Trust for David B. Ingram, Under Agreement
with E. Bronson Ingram Dated June 14, 1968
("DBI '68 Trust")

Trust for David B. Ingram, Under Agreement
with Hortense E. Ingram Dated December 22,
1975 ("DBI '75 Trust")

The David B. Ingram Irrevocable Trust Dated
July 9, 1992 ("DBI '92 Trust")

Trust for the Benefit of David B. Ingram
Established by Martha R. Rivers Under
Agreement of Trust Originally Dated April 30,
1982, as Amended ("DBI '82 Trust")

David and Sarah Ingram Family 1996 Generation
Skipping Trust ("DBI Family Trust")

The David Bronson Ingram Annuity Trust 1999
("DBI '99 Trust")

The David Bronson Ingram Annuity Trust No.2
1999("DBI No. 2 '99 Trust")

The David Bronson Ingram Annuity Trust No. 3
1999 ("DBI No. 3 '99 Trust")

Trust for Robin Bigelow Ingram, Under
Agreement with E. Bronson Ingram Dated
October 27, 1967 ("RBI '67 Trust")

Trust for Robin Bigelow Ingram, Under
Agreement with E. Bronson Ingram Dated June
14, 1968 ("RBI '68 Trust")

Trust for Robin Bigelow Ingram, Under
Agreement with Hortense B. Ingram Dated
December 22, 1975 ("RBI '75 Trust")

The Robin Ingram Patton Irrevocable Trust
Dated July 9, 1992 ("RBI '92 Trust")

Trust for the Benefit of Robin B. Ingram
Established by Martha R. Rivers Under
Agreement of Trust Originally Dated April 30,
1982, as Amended ("RBI '82 Trust ")

Wilson Rivers Patton/Minor's Trust
Established by Richard C. Patton Under
Agreement of Trust Dated December 27, 1994 ("WRP Trust")

Reid Ingram Patton/Minor's Trust
Established Under Agreement of Trust
Dated December 19, 1997 ("RIP Trust")

Crawford Bronson Patton/Minor's Trust
Established Under Agreement of Trust
Dated December 19, 1997 ("CBP Trust")

SunTrust Bank, Atlanta ("SunTrust")

In accordance with Rule 13d-1(f)(1) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), each person filing this statement acknowledges that it is responsible for the completeness and accuracy of the information contained herein concerning that person but is not responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The business address of each of Martha R. Ingram, Orrin H. Ingram and John R. Ingram, II is c/o Ingram Industries Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The business address of David B. Ingram is c/o Ingram Entertainment Inc., 2 Ingram Boulevard, La Vergne, TN 37089.

The address of Robin B. Ingram Patton is c/o Ingram Industries Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The address of QTIP Trust, Foundation and Charitable Lead is c/o Ingram Industries Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The address of Charitable Remainder is c/o Martha R. Ingram, Ingram Industries Inc., One

Belle Meade Place, 4400 Harding Road,
Nashville, TN 37205.

The address of Charitable Fund is c/o Martha
R. Ingram, Ingram Industries Inc., One Belle
Meade Place, 4400 Harding Road, Nashville, TN
37205.

The address of each of OHI '67 Trust, OHI '68 Trust,
OHI '75 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75
Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust,
RBI '67 Trust, RBI '68 Trust, RBI '75 Trust, WRP
Trust, RIP Trust and CBP Trust is c/o SunTrust Bank,
Atlanta, Attn: Thomas A. Shanks, Jr., Trust Company
Tower, 25 Park Place, 2nd Floor, Atlanta, GA 30303.

The address of each of OHI '92 Trust, OHI '82 Trust,
OHI '99 Trust, OSI Family '97 Trust, JRI '92 Trust,
JRI '82 Trust, JRI '99 Trust, JRI Family Trust, DBI
'92 Trust, DBI '82 Trust, RBI '92 Trust and RBI '82
Trust is c/o William S. Jones, Ingram Industries Inc.,
4400 Harding Road, Nashville, TN 37205

The address of DBI Family Trust, DBI '99
Trust, DBI No. 2 '99 Trust and DBI No. 3 '99
Trust is c/o Thomas H. Lunn, Ingram
Entertainment Inc., 2 Ingram Boulevard, La
Vergne, TN 37089.

The address of SunTrust is Trust Company Tower, 25
Park Place, NE, Atlanta, GA 30303

Item 2(c). Citizenship:

Each of the persons filing this statement is a United
States citizen, a corporation or limited partnership
organized under the laws of a state of the United
States or a trust created or governed under the laws
of a state of the United States.

Item 2(d). Title of Class of Securities:

Class A Common Stock, par value \$0.01 per share

Item 2(e). CUSIP Number:

457153

Item 3. Type of Reporting Person:

N/A

Item 4. Ownership:

(a), (b) and (c)

The entities named in Exhibit 1 (excluding SunTrust) (the "Shareholders") and the Company have entered into or agreed to be bound by a Board Representation Agreement (as Amended, the "Agreement") dated as of November 6, 1996. Except as described in footnote (10) below, all of the shares of Class A Common Stock, par value \$0.01 per share (the "Class A Common Stock"), and Class B Common Stock, par value \$0.01 per share (the "Class B Common Stock"), covered by this statement are subject to the Agreement, which requires (i) the Shareholders to vote for certain directors of the Company and (ii) a majority of the Shareholders to approve certain corporate transactions. The parties to the Agreement (other than the Company) and certain trustees of certain Shareholders are filing this Schedule 13G jointly. The filing of this statement should not be construed as an admission by any person that such person is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of any securities covered by this statement, other than the securities set forth opposite such person's name in the table below. Based on information provided by the Company, as of December 31, 1999, there were outstanding 70,940,267 shares of Class A Common Stock and 73,280,871 shares of Class B Common Stock. Each share of Class A Common Stock entitles the holder to one vote on each matter

submitted to a vote of the Company's stockholders, including the election of directors, and each share of Class B Common Stock entitles the holder to ten votes on each such matter. Except as required by applicable law, holders of the Class A Common Stock and Class B Common Stock vote together as a single class on all matters submitted to a vote of the stockholders of the Company. The table below indicates the beneficial ownership of Class A Common Stock as of December 31, 1999 of the persons filing this statement. Pursuant to Rule 13d-3 promulgated under the Securities Exchange Act of 1934, certain securities convertible into, or exchangeable for, shares of Class A Common Stock, may be deemed to be shares of Class A Common Stock for purposes of determining beneficial ownership. See footnote (2) below. Also indicated is the percentage of Common Equity (as defined below) owned by each of the persons filing this statement. All shares are Class B Common Stock, except as noted:

	Beneficial Ownership at 12/31/99(1)(2)	% Class A Common Stock at 12/31/99(2)	% Common Equity at 12/31/99(3)
Martha R. Ingram	76,868,498(4)(5)	52.0%	53.3%
Orrin H. Ingram, II	53,164,460(5)(6)	42.8%	36.9%
John R. Ingram	70,456,486(5)(7)	49.8%	48.8%
David B. Ingram	54,602,319(5)(8)	43.5%	37.9%
Robin B. Ingram Patton	51,392,544(5)(9)	42.0%	35.6%
QTIP Trust	49,099,259	40.9%	34.0%
Charitable Remainder	814,817	1.1%	0.6%
Foundation	252,289	0.4%	0.2%
Charitable Lead	1,934,742	2.7%	1.3%

	Beneficial Ownership at 12/31/99(1)(2)	% Class A Common Stock at 12/31/99(2)	% Common Equity at 12/31/99(3)
Charitable Fund	17,260,000	19.6%	12.0%
OHI '67 Trust	345,868	0.5%	0.2%
OHI '68 Trust	942,175	1.3%	0.7%
OHI '75 Trust	75,916	0.1%	0.1%
OHI '92 Trust	71,007	0.1%	0.0%
OHI '82 Trust	6,892	0.0%	0.0%
OHI '99 Trust	900,000	1.3%	0.6%
OSI Family '97 Trust	35,000	0.0%	0.0%
JRI '67 Trust	347,387	0.5%	0.2%
JRI '68 Trust	926,365	1.3%	0.6%
JRI '75 Trust	75,916	0.1%	0.1%
JRI '92 Trust	71,007	0.1%	0.0%
JRI '82 Trust	6,892	0.0%	0.0%
JRI Family Trust	31,497	0.0%	0.0%
JRI '99 Trust	900,000	1.3%	0.6%
DBI '67 Trust	652,313	0.9%	0.5%
DBI '68 Trust	1,739,921	2.4%	1.2%
DBI '75 Trust	142,586	0.2%	0.1%
DBI '92 Trust	133,365	0.2%	0.1%
DBI '82 Trust	12,945	0.0%	0.0%
DBI Family Trust	59,157	0.1%	0.0%
DBI '99 Trust	1,200,000	1.7%	0.8%

	Beneficial Ownership at 12/31/99(1)(2)	% Class A Common Stock at 12/31/99(2)	% Common Equity at 12/31/99(3)
DBI No. 2 '99 Trust	1,000,000	1.4%	0.7%
DBI No. 3 '99 Trust	500,000	0.7%	0.3%
RBI '67 Trust	926,365	1.3%	0.6%
RBI '68 Trust	1,852,729	2.5%	1.3%
RBI '75 Trust	75,926	0.1%	0.1%
RBI '92 Trust	71,007	0.1%	0.0%
RBI '82 Trust	6,892	0.0%	0.0%
WRP Trust	1,040	0.0%	0.0%
RIP Trust	1,040	0.0%	0.0%
CBP Trust	1,040	0.0%	0.0%
SunTrust	8,612,248(10)	10.8%	6.0%

- (1) Each person has sole voting and dispositive power with respect to the shares shown as beneficially owned, except as indicated below.
- (2) Pursuant to Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as used in this table, "beneficial ownership" means the sole or shared power to vote or direct the voting or to dispose or direct the disposition of any security. A person is deemed as of any date to have "beneficial ownership" of any security that such person has a right to acquire within 60 days after such date. For purposes of calculating the ownership percentage of any person named above, any securities that any person other than such person has the right to acquire within 60 days of such date are not deemed to be outstanding.
- (3) "Common Equity" means the Class A Common Stock and the Class B Common Stock. Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock.

- (4) Includes 1,316,002 shares of Class B Common Stock and options exercisable for 3,999 shares of Class A Common Stock held by Martha R. Ingram. Also includes the shares held by Charitable Remainder, with respect to which Martha R. Ingram acts as trustee. Also includes the shares held by QTIP Trust, Foundation, Charitable Fund, OHI '67 Trust, OHI '68 Trust, OHI '75 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75 Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust, RBI '67 Trust, RBI '68 Trust and RBI '75 Trust, with respect to which Martha R. Ingram acts as a trustee and shares voting and dispositive power.
- (5) Excludes 231,000 shares of Class A Common Stock held by Ingram Industries Inc. ("Ingram Industries"). Each of Martha R. Ingram, Orrin H. Ingram, II, John R. Ingram, David B. Ingram and Robin B. Ingram Patton are principal stockholders of Ingram Industries, and may be deemed to be beneficial owners of the shares held by Ingram Industries.
- (6) Includes 936,380 shares of Class B Common Stock, 22,022 shares of Class A Common Stock and options exercisable for 19,768 shares of Class A Common Stock held by Orrin H. Ingram, II. Also includes the shares held by QTIP Trust, Foundation, Charitable Lead and OHI '99 Trust, with respect to which Orrin H. Ingram, II acts as a trustee and shares voting and dispositive power.
- (7) Includes 963,439 shares of Class B Common Stock and options exercisable for 46,757 shares of Class A Common Stock held by John R. Ingram. Also includes the shares held by QTIP Trust, Foundation, Charitable Lead, Charitable Fund, JRI '99 Trust, with respect to which John R. Ingram acts as a trustee and shares voting and dispositive power.
- (8) Includes 582,713 shares of Class B Common Stock and options exercisable for 33,316 shares of Class A Common Stock held by David B. Ingram. Also includes the shares held by QTIP Trust, Foundation, Charitable Lead, DBI '99 Trust, DBI No. 2 '99 Trust, DBI No. 3 '99 Trust, with respect to which David B. Ingram acts as a trustee and shares voting and dispositive power. Excludes 2,901 shares of Class A Common Stock held by Ingram Entertainment Inc. David B. Ingram is a principal stockholder of Ingram Entertainment Inc., and may be deemed to be the beneficial owner of the shares held by Ingram Entertainment Inc.

- (9) Includes 377,208 shares of Class B Common Stock held by Robin B. Ingram Patton. Also includes the shares held by QTIP Trust, Charitable Lead, with respect to which Robin B. Ingram Patton acts as a trustee and shares voting and dispositive power.
- (10) Includes the shares held by OHI '67 Trust, OHI '68 Trust, OHI '75 Trust, OHI '82 Trust, OHI '92 Trust, OSI Family '97 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75 Trust, JRI '82 Trust, JRI '92 Trust, JRI Family Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust, DBI '82 Trust, DBI '92 Trust, DBI Family Trust, RBI '67 Trust, RBI '68 Trust, RBI '75 Trust, RBI '82 Trust and RBI '92 Trust, WRP Trust, RIP Trust and CBP Trust, with respect to which SunTrust, Atlanta acts as a trustee and shares voting and dispositive power.

All shares described below are not subject to the Agreement:

Excludes 40,889 shares of Class A Common Stock held in accounts for customers of SunTrust Banks, Inc. and its affiliates including SunTrust, Atlanta. SunTrust Banks, Inc. and its affiliates had sole voting and dispositive power with respect to 7,789 of these shares, and shared voting and dispositive power with respect to 500 of these shares. SunTrust Banks, Inc. and its affiliates held 32,600 of these shares, which are also excluded in the table above, in non-discretionary accounts. SunTrust Banks, Inc. and each of its affiliates disclaim any beneficial interest in all shares of Common Equity it held.

Item 5. Ownership of Five Percent or Less of a Class:

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

N/A

Item 8. Identification and Classification of Members of the Group:

See Exhibit 1

Item 9. Notice of Dissolution of Group:

N/A

Item 10. Certification:

N/A

SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of each of the undersigned, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 14, 2000

LILY YAN AREVALO

For each of:

Martha R. Ingram

Orrin H. Ingram, II

John R. Ingram

David B. Ingram

Robin B. Ingram Patton

Martha R. Ingram, Orrin H. Ingram, II,
John R. Ingram, David B. Ingram and
Robin B. Ingram Patton as co-trustees
for the QTIP MARITAL TRUST CREATED UNDER
THE E. BRONSON INGRAM REVOCABLE TRUST
AGREEMENT DATED JANUARY 4, 1995

Martha R. Ingram as trustee for the E.
BRONSON INGRAM 1995 CHARITABLE REMAINDER
5% UNITRUST

Orrin H. Ingram, John R. Ingram, David
B. Ingram and Robin B. Ingram Patton as
co-trustees for the MARTHA AND BRONSON
INGRAM FOUNDATION

Orrin H. Ingram, John R. Ingram, David B. Ingram and Robin B. Ingram Patton as co-trustees for the E. BRONSON INGRAM 1994 CHARITABLE LEAD ANNUITY TRUST

Martha R. Ingram and John R. Ingram as co-trustees for the INGRAM CHARITABLE FUND, INC.

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR ORRIN HENRY INGRAM, II, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED OCTOBER 27, 1967

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR ORRIN HENRY INGRAM, II, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED JUNE 14, 1968

SunTrust Bank, Atlanta as trustee for the TRUST FOR ORRIN HENRY INGRAM, II, UNDER AGREEMENT WITH HORTENSE B. INGRAM DATED DECEMBER 22, 1975

SunTrust Bank, Atlanta as trustee for THE ORRIN H. INGRAM IRREVOCABLE TRUST DATED JULY 9, 1992

SunTrust Bank, Atlanta as trustee for the TRUST FOR THE BENEFIT OF ORRIN H. INGRAM ESTABLISHED BY MARTHA R. RIVERS UNDER AGREEMENT OF TRUST ORIGINALLY DATED APRIL 30, 1982, AS AMENDED

Orrin H. Ingram as trustee for the ORRIN H. INGRAM ANNUITY TRUST 1999

William S. Jones as trustee for the ORRIN and SARA INGRAM FAMILY 1997 GENERATION SKIPPING TRUST

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR JOHN RIVERS INGRAM, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED OCTOBER 27, 1967

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR JOHN RIVERS INGRAM, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED JUNE 14, 1968

SunTrust Bank, Atlanta as trustee for the TRUST FOR JOHN RIVERS INGRAM, UNDER AGREEMENT WITH HORTENSE B. INGRAM DATED DECEMBER 22, 1975

SunTrust Bank, Atlanta as co-trustee for THE JOHN R. INGRAM IRREVOCABLE TRUST DATED JULY 9, 1992

SunTrust Bank, Atlanta as co-trustee of the TRUST FOR THE BENEFIT OF JOHN R. INGRAM ESTABLISHED BY MARTHA R. RIVERS UNDER AGREEMENT OF TRUST ORIGINALLY DATED APRIL 30, 1982, AS AMENDED

William S. Jones, as trustee for THE JOHN AND STEPHANIE INGRAM FAMILY 1996 GENERATION SKIPPING TRUST

John R. Ingram as trustee for THE JOHN RIVERS INGRAM ANNUITY TRUST 1999

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR DAVID B. INGRAM, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED OCTOBER 27, 1967

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR DAVID B. INGRAM, UNDER AGREEMENT WITH E. BRONSON DATED JUNE 14, 1968

SunTrust Bank, Atlanta as trustee for the TRUST FOR DAVID B. INGRAM, UNDER AGREEMENT WITH HORTENSE B. INGRAM DATED DECEMBER 22, 1975

SunTrust Bank, Atlanta as trustee for THE DAVID B. INGRAM IRREVOCABLE TRUST DATED JULY 9, 1992

SunTrust Bank, Atlanta as co-trustee for the TRUST FOR THE BENEFIT OF DAVID B. INGRAM ESTABLISHED BY MARTHA R. RIVERS UNDER AGREEMENT OF TRUST ORIGINALLY DATED APRIL 30, 1982, AS AMENDED

Thomas H. Lunn as trustee for the DAVID AND SARAH INGRAM FAMILY 1996 GENERATION SKIPPING TRUST

David B. Ingram as trustee for THE DAVID BRONSON INGRAM ANNUITY TRUST 1999

David B. Ingram as trustee for THE DAVID BRONSON INGRAM ANNUITY TRUST NO. 2 1999

David B. Ingram as trustee for THE DAVID BRONSON INGRAM ANNUITY TRUST NO. 3 1999

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR ROBIN BIGELOW INGRAM, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED OCTOBER 27, 1967

SunTrust Bank, Atlanta and Martha R. Ingram as co-trustees for the TRUST FOR ROBIN BIGELOW INGRAM, UNDER AGREEMENT WITH E. BRONSON INGRAM DATED JUNE 14, 1968

SunTrust Bank, Atlanta as trustee for the TRUST FOR ROBIN BIGELOW INGRAM, UNDER AGREEMENT WITH HORTENSE B. INGRAM DATED DECEMBER 22, 1975

SunTrust Bank, Atlanta as co-trustee for THE ROBIN INGRAM PATTON IRREVOCABLE TRUST DATED JULY 9, 1992

SunTrust Bank, Atlanta as co-trustee for the TRUST FOR THE BENEFIT OF ROBIN B. INGRAM ESTABLISHED BY MARTHA R. RIVERS UNDER AGREEMENT OF TRUST ORIGINALLY DATED APRIL 30, 1982, AS AMENDED

SunTrust Bank, Atlanta as trustee for the WILSON RIVERS PATTON/MINOR'S TRUST ESTABLISHED BY RICHARD C. PATTON UNDER AGREEMENT OF TRUST DATED DECEMBER 27, 1994

SunTrust Bank, Atlanta as trustee for the REID INGRAM PATTON/MINOR'S TRUST ESTABLISHED BY ROBIN INGRAM PATTON UNDER AGREEMENT OF TRUST DATED DECEMBER 19, 1997

SunTrust Bank, Atlanta as trustee for the CRAWFORD BRONSON PATTON/MINOR'S TRUST ESTABLISHED BY ROBIN INGRAM PATTON UNDER AGREEMENT OF TRUST DATED DECEMBER 19, 1997

SUNTRUST BANK, ATLANTA

/s/ Lily Yan Arevalo

Name: Lily Yan Arevalo

Title: Attorney-in-Fact

Exhibit Index

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5.	Powers of Attorney for Wilson Rivers Patton/Minor's Trust Established by Richard C. Patton Under Agreement of Trust Dated December 27, 1994, Reid Ingram Patton/Minor's Trust Established by Robin Ingram Patton Under Agreement Dated December 19, 1997 and Crawford Bronson Patton/Minor's Trust Established by Robin Ingram Patton Under Agreement Dated December 19, 1997	72
6.	Powers of Attorney for all other filers (incorporated by reference to Exhibit 2 to Schedule 13G Amendment Nos. 1 and 2 filed on February 17, 1998 and February 9, 1999)	

Exhibit 1

Names of Reporting Persons

1. Martha R. Ingram
2. Orrin H. Ingram, II
3. John R. Ingram
4. David B. Ingram
5. Robin B. Ingram Patton
6. QTIP Marital Trust Created Under the E. Bronson Ingram Revocable Trust Agreement Dated January 4, 1995
7. E. Bronson Ingram 1995 Charitable Remainder 5% Unitrust
8. Martha and Bronson Ingram Foundation
9. E. Bronson Ingram 1994 Charitable Lead Annuity Trust
10. Ingram Charitable Fund, Inc.
11. Trust for Orrin Henry Ingram, II, Under Agreement with E. Bronson Ingram Dated October 27, 1967
12. Trust for Orrin Henry Ingram, II, Under Agreement with E. Bronson Ingram Dated June 14, 1968
13. Trust for Orrin Henry Ingram, II, Under Agreement with Hortense B. Ingram Dated December 22, 1975
14. The Orrin H. Ingram Irrevocable Trust Dated July 9, 1992
15. Trust for The Benefit Of Orrin H. Ingram Established by Martha R. Rivers Under Agreement Of Trust Originally Dated April 30, 1982, as Amended
16. The Orrin H. Ingram Annuity Trust 1999
17. The Orrin and Sara Ingram Family 1997 Generation Skipping Trust

18. Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967
19. Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968
20. Trust for John Rivers Ingram, Under Agreement with Hortense B. Ingram Dated December 22, 1975
21. The John R. Ingram Irrevocable Trust Dated July 9, 1992
22. Trust for the Benefit of John R. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended
23. The John and Stephanie Ingram Family 1996 Generation Skipping Trust
24. The John Rivers Ingram Annuity Trust 1999
25. Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967
26. Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968
27. Trust for David B. Ingram, Under Agreement with Hortense B. Ingram Dated December 22, 1975
28. The David B. Ingram Irrevocable Trust Dated July 9, 1992

29. Trust for the Benefit of David B. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended.
30. David and Sarah Ingram Family 1996 Generation Skipping Trust
31. The David Bronson Ingram Annuity Trust 1999
32. The David Bronson Ingram Annuity Trust No. 2 1999
33. The David Bronson Ingram Annuity Trust No. 3 1999
34. Trust for Robin Bigelow Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967
35. Trust for Robin Bigelow Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968

36. Trust for Robin Bigelow Ingram, Under Agreement with Hortense B. Ingram
Dated December 22, 1975
37. The Robin Ingram Patton Irrevocable Trust Dated July 9, 1992
38. Trust for the Benefit of Robin B. Ingram Established by Martha R. Rivers
Under Agreement of Trust Originally Dated April 30, 1982, as Amended
39. Wilson Rivers Patton/Minor's Trust Established by Richard C. Patton Under
Agreement of Trust Dated December 27, 1994
40. Reid Ingram Patton/Minor's Trust Established by Robin Ingram Patton Under
Agreement Dated December 19, 1997
41. Crawford Bronson Patton/Minor's Trust Established by Robin Ingram Patton
Under Agreement Dated December 19, 1997
42. SunTrust Bank, Atlanta

Exhibit 2

POWER OF ATTORNEY

Know all men by these presents, that each of the undersigned hereby constitutes and appoints each of Lily Yan Arevalo and James E. Anderson, Jr., signing singly, such undersigned's true and lawful attorneys-in-fact to:

1. execute for and on behalf of such undersigned, in such undersigned's capacity as a beneficial owner of stock of Ingram Micro Inc. (the "Company"), any Schedule 13G or Schedule 13D, or any amendment thereto (collectively, the "Schedules"), in accordance with the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of such undersigned which may be necessary or desirable to complete and execute any such Schedules and timely file such Schedules with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, such undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of such undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

Each undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. Each undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of such undersigned, are not assuming, nor is the Company assuming, any

of such undersigned's responsibilities to comply with the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect with respect to each undersigned until such undersigned is no longer required to file Schedules with respect to such undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by such undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

By execution of this Power of Attorney, each undersigned hereby revokes any previous Power of Attorney executed in favor of any other entity or entities, person or persons for the purposes described herein.

IN WITNESS WHEREOF, the undersigned have each caused this Power of Attorney to be executed as of the 14th day of February, 2000.

SIGNATURE

THE ORRIN H. INGRAM ANNUITY
TRUST 1999

By: Orrin H. Ingram as Trustee

By: /s/ Orrin H. Ingram

Orrin H. Ingram
Trustee

THE ORRIN AND SARA INGRAM
FAMILY 1997 GENERATION
SKIPPING TRUST

By: William S. Jones as Trustee

By: /s/ William S. Jones

William S. Jones
Trustee

Exhibit 3

POWER OF ATTORNEY

Know all men by these presents, that the undersigned hereby constitutes and appoints each of Lily Yan Arevalo and James E. Anderson, Jr., signing singly, the undersigned's true and lawful attorneys-in-fact to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as a beneficial owner of stock of Ingram Micro Inc. (the "Company"), any Schedule 13G or Schedule 13D, or any amendment thereto (collectively, the "Schedules"), in accordance with the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedules and timely file such Schedules with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any

of the undersigned's responsibilities to comply with the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Schedules with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

By execution of this Power of Attorney, the undersigned hereby revokes any previous Power of Attorney executed in favor of any other entity or entities, person or persons for the purposes described herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 14th day of February, 2000.

SIGNATURE

THE JOHN RIVERS INGRAM ANNUITY
TRUST 1999

By: John R. Ingram as Trustee

By: /s/ John R. Ingram

John R. Ingram
Trustee

Exhibit 4

POWER OF ATTORNEY

Know all men by these presents, that each of the undersigned hereby constitutes and appoints each of Lily Yan Arevalo and James E. Anderson, Jr., signing singly, such undersigned's true and lawful attorneys-in-fact to:

1. execute for and on behalf of such undersigned, in such undersigned's capacity as a beneficial owner of stock of Ingram Micro Inc. (the "Company"), any Schedule 13G or Schedule 13D, or any amendment thereto (collectively, the "Schedules"), in accordance with the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of such undersigned which may be necessary or desirable to complete and execute any such Schedules and timely file such Schedules with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of such undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

Each undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as such undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. Each undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of such undersigned, are not assuming, nor is the Company assuming, any

of such undersigned's responsibilities to comply with the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect with respect to each undersigned until such undersigned is no longer required to file Schedules with respect to such undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by such undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

By execution of this Power of Attorney, each undersigned hereby revokes any previous Power of Attorney executed in favor of any other entity or entities, person or persons for the purposes described herein.

IN WITNESS WHEREOF, the undersigned have each caused this Power of Attorney to be executed as of the 14th day of February, 2000.

SIGNATURE

THE DAVID BRONSON INGRAM
ANNUITY TRUST 1999

THE DAVID BRONSON INGRAM
ANNUITY TRUST NO. 2 1999

THE DAVID BRONSON INGRAM
ANNUITY TRUST NO. 3 1999

By: David B. Ingram as
Trustee

By: /s/ David B. Ingram

David B. Ingram
Trustee

Exhibit 5

POWER OF ATTORNEY

Know all men by these presents, that each of the undersigned hereby constitutes and appoints each of Lily Yan Arevalo and James E. Anderson, Jr., signing singly, such undersigned's true and lawful attorneys-in-fact to:

1. execute for and on behalf of such undersigned, in such undersigned's capacity as a beneficial owner of stock of Ingram Micro Inc. (the "Company"), any Schedule 13G or Schedule 13D, or any amendment thereto (collectively, the "Schedules"), in accordance with the Securities Exchange Act of 1934 and the rules thereunder;
2. do and perform any and all acts for and on behalf of such undersigned which may be necessary or desirable to complete and execute any such Schedules and timely file such Schedules with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, such undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of such undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

Each undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any rights and powers herein granted, as fully to all intents and purposes as such undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. Each undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of such undersigned, are not assuming, nor is the Company assuming, any

of such undersigned's responsibilities to comply with the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect with respect to each undersigned until such undersigned is no longer required to file Schedules with respect to such undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by such undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

By execution of this Power of Attorney, each undersigned hereby revokes any previous Power of Attorney executed in favor of any other entity or entities, person or persons for the purposes described herein.

IN WITNESS WHEREOF, the undersigned have each caused this Power of Attorney to be executed as of the 14th day of February, 2000.

SIGNATURE

WILSON RIVERS PATTON/MINOR'S
TRUST ESTABLISHED BY RICHARD C. PATTON
UNDER AGREEMENT OF TRUST DATED
DECEMBER 27, 1994

REID INGRAM PATTON/MINOR'S
TRUST ESTABLISHED BY
ROBIN INGRAM PATTON UNDER AGREEMENT
DATED DECEMBER 19, 1997

CRAWFORD BRONSON
PATTON/MINOR'S TRUST ESTABLISHED BY
ROBIN INGRAM PATTON UNDER AGREEMENT
DATED DECEMBER 19, 1997

By: SunTrust Bank, Atlanta as
Trustee

By: /s/ Thomas A. Shanks

Thomas A. Shanks
SunTrust Bank, Atlanta