

=====

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF
THE SECURITIES EXCHANGE ACT OF 1934

INGRAM MICRO INC.
(Exact name of registrant as specified in its Charter)

Delaware
(State of Incorporation)

62-1644402
(I.R.S. Employer Identification Number)

1600 E. St. Andrew Place, Santa Ana, CA 92705
(Address of principal executive offices)

If this Form relates to the
registration of a class of debt
securities and is effective upon
filing pursuant to General
Instruction A(c)(1) please check
the following box.

If this Form relates to the
registration of a class of debt
securities and is to become
effective simultaneously with the
effectiveness of a concurrent
registration statement under the
Securities Act of 1933 pursuant to
General Instruction A(c)(2) please
check the following box.

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
----- Class A Common Stock of Ingram Micro Inc., par value \$0.01 per share	----- New York Stock Exchange, Inc.

Securities to be registered pursuant to Section 12(g) of the Act:

None.

=====

Item 1. Description of Registrant's Securities to be Registered.

A description of the Class A Common Stock of Ingram Micro Inc. (the "Registrant"), par value \$0.01 per share (the "Class A Common Stock"), is contained in the Registrant's Registration Statement on Form S-1 (File No. 333-08453), originally filed with the Securities and Exchange Commission (the "Commission") on July 19, 1996 under the Securities Act of 1933, as amended (the "Securities Act"), which description is hereby incorporated by reference. In particular, attention is directed to the information contained therein under the caption "Description of Capital Stock." In addition, please see the information contained therein under the captions "Risk Factors--Control by Ingram Family Stockholders; Certain Anti-takeover Provisions," "--Shares Eligible for Future Sale," "Dividend Policy," "The Split-Off" and "Shares Eligible for Future Sale."

Item 2. Exhibits.

(a) The following exhibits are to be filed with the Commission:

None.

(b) The following exhibits are to be filed with the New York Stock Exchange, Inc.:

The Registrant's Registration Statement on Form S-1 (File No. 333-08453), as amended, originally filed with the Commission on July 19, 1996.

Certificate of Incorporation of the Registrant.

Amended Bylaws of the Registrant.

Specimen stock certificate of Class A Common Stock.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this amended registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

INGRAM MICRO INC.

/s/ James E. Anderson, Jr.

Date: September 19, 1996

By: _____
James E. Anderson, Jr.
Senior Vice President, Secretary
and General Counsel