

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):

August 2, 2001

INGRAM MICRO INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State of Incorporation
or organization)

1-12203
(Commission File
Number)

62-1644402
(I.R.S. Employer
Identification No.)

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

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Item 5. Other Events.

On August 2, 2001, Ingram Micro Inc. (the "Registrant") issued a press release announcing that it intends to offer \$250 million of Senior Subordinated Notes due 2008 to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933. A copy of the press release is attached hereto as Exhibit 99.1, the text of which is incorporated by reference herein.

Item 7. Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Press release dated August 2, 2001.

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/ James E. Anderson, Jr.

Name: James E. Anderson, Jr.
Title: Senior Vice President
Secretary and General
Counsel

Date: August 2, 2001

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Exhibit No.	Description
99.1	Press Release dated August 2, 2001.

**INGRAM MICRO ANNOUNCES
\$250 MILLION SENIOR SUBORDINATED NOTES OFFERING**

SANTA ANA, Calif., Aug. 2, 2001 - Ingram Micro Inc. (NYSE: IM) announced today that it intends to offer \$250 million of Senior Subordinated Notes due 2008 to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933. The Company intends to use the net proceeds of the offering to reduce borrowings under its senior credit facilities and its accounts receivable financing programs.

The Notes have not been and will not be registered under the Securities Act of 1933 or applicable state or foreign securities laws, and may not be offered or sold in the United States absent registration under federal and applicable state securities laws or an available exemption from such registration requirements. This press release shall not constitute an offer to sell, or the solicitation of an offer to buy any of the Notes.