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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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SCHEDULE 13G  
(Rule 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 7)

Ingram Micro Inc.

-----  
(Name of Issuer)

Class A Common Stock, par value \$0.01

-----  
(Title of Class of Securities)

457153 10 4

-----  
(CUSIP Number)

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CUSIP NO. 457153 10 4

13G

Page 2 of 33

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Martha 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

5. SOLE VOTING POWER

12,107,061

6. SHARED VOTING POWER

19,115,154

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

12,107,061

8. SHARED DISPOSITIVE POWER

19,115,154

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

31,222,215

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

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

20.5%

12. TYPE OF REPORTING PERSON

IN

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

2,048,513

6. SHARED VOTING POWER

20,830,490

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

2,048,513

8. SHARED DISPOSITIVE POWER

20,830,490

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,879,003

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

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

15.1%

12. TYPE OF REPORTING PERSON

IN

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

1,489,733

6. SHARED VOTING POWER

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

20,830,490

7. SOLE DISPOSITIVE POWER

1,489,733

8. SHARED DISPOSITIVE POWER

20,830,490

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,320,223

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

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

14.7%

12. TYPE OF REPORTING PERSON

IN

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

19,099,259

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

19,099,259

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

19,099,259

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

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

12.6%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
- 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

- |  |                             |
|--|-----------------------------|
|  | 5. SOLE VOTING POWER        |
|  | 814,817                     |
| NUMBER OF SHARES<br>BENEFICIALLY OWNED<br>BY EACH REPORTING<br>PERSON WITH | 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)

0.5%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

15,895

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

15,895

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,895

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

1,715,336

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

1,715,336

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,715,336

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

35,000

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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)

0.0%

12. TYPE OF REPORTING PERSON

00

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

31,497

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The John Rivers Ingram Annuity Trust 2002

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

(a) ☐  
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

5. SOLE VOTING POWER

323,760

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

323,760

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

323,760

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The John Rivers Ingram Annuity Trust 2003

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

(a) ☐  
(b) ☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

5. SOLE VOTING POWER

307,702

6. SHARED VOTING POWER

-0-

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

307,702

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

307,702

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. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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

5. SOLE VOTING POWER

151,832

6. SHARED VOTING POWER

222,295

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7. SOLE DISPOSITIVE POWER

151,832

8. SHARED DISPOSITIVE POWER

222,295

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

374,127

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

BK

## 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 Person Filing:

Martha R. Ingram

Orrin H. Ingram, II

John R. Ingram

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")

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 and Sara Ingram Family 1997 Generation Skipping Trust ("OHI Family '97 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 2002 ("JRI '02 Trust")

The John Rivers Ingram Annuity Trust 2003 ("JRI '03 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, II and John R. Ingram 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, One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The address of each of OHI '75 Trust and JRI '75 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 Family '97 Trust, JRI '92 Trust, JRI '82 Trust, JRI Family Trust, JRI '02 Trust and JRI '03 Trust is c/o William S. Jones, Ingram Industries Inc., 4400 Harding Road, Nashville, TN 37205.

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, 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 10 4

## 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 (7) below, all of the shares of Class A Common Stock, par value \$0.01 per share (the "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.

Pursuant to Amendment No. 2 to Board Representation Agreement dated March 12, 2002, the following persons are no longer parties to the Agreement:

David B. Ingram  
Robin B. Ingram Patton  
Ingram Charitable Fund, Inc.  
Trust for Orrin Henry Ingram, II, Under Agreement with E. Bronson Ingram Dated October 27, 1967  
Trust for Orrin Henry Ingram, II, Under Agreement with E. Bronson Ingram Dated June 14, 1968  
Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967  
Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968  
Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967  
Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968  
Trust for David B. Ingram, Under Agreement with Hortense E. Ingram Dated December 22, 1975  
The David B. Ingram Irrevocable Trust Dated July 9, 1992  
Trust for the Benefit of David B. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended

David and Sarah Ingram Family 1996 Generation Skipping Trust  
 The David Bronson Ingram Annuity Trust 2000  
 The David Bronson Ingram Annuity Trust 2001  
 The David Bronson Ingram Annuity Trust No. 2 2001  
 Trust for Robin Bigelow Ingram, Under Agreement with E.  
 Bronson Ingram Dated October 27, 1967  
 Trust for Robin Bigelow Ingram, Under Agreement with E.  
 Bronson Ingram Dated June 14, 1968  
 Trust for Robin Bigelow Ingram, Under Agreement with Hortense  
 B. Ingram Dated December 22, 1975  
 The Robin Ingram Patton Irrevocable Trust Dated July 9, 1992  
 Trust for the Benefit of Robin B. Ingram Established by  
 Martha R. Rivers Under Agreement of  
 Trust Originally Dated April 30, 1982, as Amended  
 Wilson Rivers Patton/Minor's Trust  
 Reid Ingram Patton/Minor's Trust  
 Crawford Bronson Patton/Minor's Trust

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, 2003, there were outstanding 151,961,079 shares of Common Stock. Each share of 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. The table below indicates the beneficial ownership of Common Stock as of December 31, 2003 of the persons filing this statement. Pursuant to Rule 13d-3 promulgated under the Exchange Act, certain securities convertible into, or exchangeable for, shares of Common Stock, may be deemed to be shares of Common Stock for purposes of determining beneficial ownership. See footnote (2) below.

	Beneficial Ownership at 12/31/03 (1) (2)	% of Common Stock at 12/31/03 (2)
Martha R. Ingram	31,222,215 (3) (4)	20.5%
Orrin H. Ingram, II	22,879,003 (4) (5)	15.1%



	Beneficial Ownership at 12/31/03 (1) (2)	% of Common Stock at 12/31/03 (2)
John R. Ingram	22,320,223 (4) (6)	14.7%
QTIP Trust	19,099,259	12.6%
Charitable Remainder Foundation	814,817 15,895	0.5% 0.0%
Charitable Lead	1,715,336	1.1%
OHI '75 Trust	75,916	0.0%
OHI '92 Trust	71,007	0.0%
OHI '82 Trust	6,892	0.0%
OHI Family '97 Trust	35,000	0.0%
JRI '75 Trust	75,916	0.0%
JRI '92 Trust	71,007	0.0%
JRI '82 Trust	6,892	0.0%
JRI Family Trust	31,497	0.0%
JRI '02 Trust	323,760	0.2%
JRI '03 Trust	307,702	0.2%
SunTrust	374,127 (7)	0.2%

- (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 Exchange Act, 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) Includes options exercisable for 56,410 shares of 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 and Foundation, with respect to which Martha R. Ingram acts as a trustee and shares voting and dispositive power.
- (4) Excludes 131,000 shares of Common Stock held by Ingram Industries Inc. (the "Ingram Industries"). Each of Martha R. Ingram, Orrin H. Ingram, II and John R. Ingram are principal stockholders of Ingram Industries, and may be deemed to be beneficial owners of the shares held by Ingram Industries.
- (5) Includes options exercisable for 44,270 shares of Common Stock held by Orrin H. Ingram, II. Also includes the shares held by QTIP Trust, Foundation and Charitable Lead, with respect to which Orrin H. Ingram, II acts as a trustee and shares voting and dispositive power.
- (6) Includes options exercisable for 58,679 shares of Common Stock held by John R. Ingram. Also includes the shares held by QTIP Trust, Foundation, Charitable Lead, JRI '01 Trust and JRI '02 Trust, with respect to which John R. Ingram acts as a trustee and shares voting and dispositive power.
- (7) Includes the shares held by OHI '75 Trust and JRI '75 Trust, with respect to which SunTrust, Atlanta acts as a trustee and has sole voting and dispositive power, and the shares held by OHI '92 Trust, OHI '82 Trust, JRI '92 Trust and JRI '82 Trust, with respect to which SunTrust, Atlanta acts as a trustee and shares voting and dispositive power. Also includes shares held in accounts for OHI Family '97 Trust and JRI Family Trust.

All shares described below are not subject to the Agreement:

Excludes 1,388,728 shares of Common Stock held in accounts for customers of SunTrust Banks, Inc. and its affiliates including SunTrust, Atlanta. SunTrust Banks, Inc. and its affiliates have sole voting and dispositive power with respect to 251,919 of these shares, and shared voting

and dispositive power with respect to 732,037 of these shares. SunTrust Banks, Inc. and its affiliates held the other 404,772 shares in nondiscretionary accounts. SunTrust Banks, Inc. and each of its affiliates disclaim any beneficial interest in all shares of Common Stock 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. Certifications.

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 17, 2004

LILY YAN AREVALO

For each of:

Martha R. Ingram

Orrin H. Ingram, II

John R. Ingram

Martha R. Ingram, Orrin H. Ingram, II  
and John R. Ingram 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 and John R. Ingram as  
co-trustees for the MARTHA AND BRONSON  
INGRAM FOUNDATION

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

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 co-trustee for  
THE ORRIN H. INGRAM IRREVOCABLE TRUST  
DATED JULY 9, 1992

SunTrust Bank, Atlanta as co-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

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

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 for  
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 2002

John R. Ingram as trustee for THE JOHN  
RIVERS INGRAM ANNUITY TRUST 2003

SUNTRUST BANK, ATLANTA

/s/ Lily Yan Arevalo

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Name: Lily Yan Arevalo  
Title: Attorney-in-Fact

## Exhibit Index

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1.	Names of Reporting Persons	31
2.	Power of Attorney for The John Rivers Ingram Annuity Trust 2003	32
3.	Power of Attorney for all other filers (incorporated by reference to Exhibit 2 to Schedule 13G Amendment Nos. 1, 3, 5 and 6 filed on February 17, 1998, February 14, 2000, February 13, 2002 and February 14, 2003)	

## EXHIBIT 1

## Names of Reporting Persons

1. Martha R, Ingram
2. Orrin H. Ingram, II
3. John R. Ingram
4. QTIP Marital Trust Created Under the E. Bronson Ingram Revocable Trust Agreement Dated January 4, 1995
5. E. Bronson Ingram 1995 Charitable Remainder 5% Unitrust
6. Martha and Bronson Ingram Foundation
7. E. Bronson Ingram 1994 Charitable Lead Annuity Trust
8. Trust for Orrin Henry Ingram, II, Under Agreement with Hortense B. Ingram Dated December 22, 1975
9. The Orrin H. Ingram Irrevocable Trust Dated July 9, 1992
10. Trust for The Benefit of Orrin H. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended
11. The Orrin and Sara Ingram Family 1997 Generation Skipping Trust
12. Trust for John Rivers Ingram, Under Agreement with Hortense B. Ingram Dated December 22, 1975
13. The John R. Ingram Irrevocable Trust Dated July 9, 1992
14. Trust for the Benefit of John R. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended
15. The John and Stephanie Ingram Family 1996 Generation Skipping Trust
16. The John Rivers Ingram Annuity Trust 2002
17. The John Rivers Ingram Annuity Trust 2003
18. SunTrust Bank, Atlanta

## EXHIBIT 2

## 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 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 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 17th day of February, 2004.

SIGNATURE

THE JOHN RIVERS INGRAM ANNUITY  
TRUST 2003

By: John R. Ingram as Trustee

By: /s/ John R. Ingram

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Name: John R. Ingram



