

This filing is made pursuant to Rule 424(b)(3) under the Securities Act of 1933 in connection with Registration No. 333-58857

PROSPECTUS SUPPLEMENT NO. 2 TO
PROSPECTUS DATED JULY 23, 1998

INGRAM MICRO INC.
\$1,330,000,000 PRINCIPAL AMOUNT AT MATURITY OF
ZERO COUPON CONVERTIBLE SENIOR DEBENTURES DUE 2018
AND
SHARES OF CLASS A COMMON STOCK,
PAR VALUE \$0.01 PER SHARE, ISSUABLE UPON CONVERSION THEREOF

This Prospectus Supplement relates to the resale by the holders (the "Selling Securityholders") of Zero Coupon Convertible Senior Debentures due 2018 (the "Debentures") of Ingram Micro Inc. (the "Company") and the shares of Class A Common Stock, par value \$0.01 per share ("Common Stock"), of the Company issuable upon the conversion of the Debentures (the "Conversion Shares").

This Prospectus Supplement should be read in conjunction with the Prospectus dated July 23, 1998, which is to be delivered with this Prospectus Supplement. All capitalized terms used herein but not defined in this Prospectus Supplement shall have the meanings given them in the Prospectus.

The table below sets forth information as of the date hereof concerning beneficial ownership of the Debentures and Common Stock by the Selling Securityholders therein listed. All information concerning beneficial ownership has been furnished by the Selling Securityholders.

NAME -----	PRINCIPAL AMOUNT OF DEBENTURES THAT MAY BE SOLD -----	PERCENTAGE OF DEBENTURES OUTSTANDING -----	NUMBER OF CONVERSION SHARES THAT MAY BE SOLD(1) -----	OTHER SHARES OF COMMON STOCK HELD -----	PERCENTAGE OF COMMON STOCK OUTSTANDING(2) -----	PERCENTAGE OF COMMON EQUITY OUTSTANDING(2)(3) -----
AIM Balanced Fund.....	\$11,500,000	*	63,192	60,000	*	*
Argent Classic Convertible Arbitrage Fund (Bermuda) L.P. ...	\$8,000,000	*	43,960	0	*	*
Argent Classic Convertible Arbitrage Fund L.P.	\$15,000,000	1.1%	82,425	0	*	*
Argent Convertible Arbitrage Fund Ltd. ...	\$4,000,000	*	21,980	0	*	*
Argent Offshore Fund L.P.	\$3,000,000	*	16,485	0	*	*
Banque Nationale de Paris Georgetown Branch by Banque Nationale de Paris New York Branch as Agent.....	\$20,000,000	1.5%	109,900	0	*	*
Banque Paribas.....	\$2,500,000	*	13,737	0	*	*
First American National Bank(5).....	\$25,000,000	1.9%	137,375	0	*	*
Hamilton Partners Limited.....	\$35,000,000	2.6%	192,325	0	*	*
J.P. Morgan Securities Incorporated.....	\$15,625,000	1.2%	85,859	0	*	*
McMahan Securities Company, LLC.....	\$5,625,000	*	30,909	0	*	*
Merrill Lynch, Pierce, Fenner & Smith Incorporated.....	\$9,500,000	*	52,202	0	*	*
Toronto Dominion (New York) Inc.	\$70,000,000	5.3%	384,650	0	*	*
Transamerica Occidental Life Insurance Company -- Pension.....	\$73,000,000	5.5%	401,135	0	1.0%	*

NAME -----	PERCENTAGE OF VOTING POWER OF COMMON EQUITY OUTSTANDING(2)(3)(4) -----
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AIM Balanced Fund.....	*
Argent Classic Convertible Arbitrage Fund (Bermuda) L.P. ...	*
Argent Classic Convertible Arbitrage	

Fund L.P.	*
Argent Convertible Arbitrage Fund Ltd. ...	*
Argent Offshore Fund L.P.	*
Banque Nationale de Paris Georgetown Branch by Banque Nationale de Paris New York Branch as Agent.....	*
Banque Paribas.....	*
First American National Bank(5).....	*
Hamilton Partners Limited.....	*
J.P. Morgan Securities Incorporated.....	*
McMahan Securities Company, LLC.....	*
Merrill Lynch, Pierce, Fenner & Smith Incorporated.....	*
Toronto Dominion (New York) Inc.	*
Transamerica Occidental Life Insurance Company -- Pension.....	*

(Footnotes on following page)

PROSPECTIVE INVESTORS SHOULD CAREFULLY CONSIDER THE MATTERS DISCUSSED UNDER THE CAPTION "RISK FACTORS" COMMENCING ON PAGE 6 OF THE PROSPECTUS.

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

THE DATE OF THIS PROSPECTUS SUPPLEMENT IS AUGUST 4, 1998.

(Footnotes from previous page)

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* Less than 1%.

- (1) Assumes conversion of the full amount of Debentures held by such holder at the initial conversion rate of 5.495 shares of Common Stock per \$1,000 principal amount at maturity of Debentures; such conversion rate is subject to adjustment as described under "Description of Debentures -- Conversion of Debentures." Accordingly, the number of shares of Common Stock issuable upon conversion of the Debentures may increase or decrease from time to time. Under the terms of the Indenture, fractional shares will not be issued upon conversion of the Debentures; cash will be paid in lieu of fractional shares, if any.
- (2) Computed in accordance with Rule 13d-3(d)(i) promulgated under the Exchange Act and based upon 38,271,346 shares of Common Stock outstanding as of April 4, 1998, treating as outstanding the number of Conversion Shares shown as being issuable upon the assumed conversion by the named holder of the full amount of such holder's Debentures but not assuming the conversion of the Debentures of any other holder.
- (3) Based upon 99,664,302 shares of Class B Common Stock outstanding as of April 4, 1998. See "Description of Capital Stock" in the Prospectus.
- (4) Each share of Common Stock entitles the holder to one vote on each matter submitted to a vote of the Company's shareowners and each share of Class B Common Stock entitles the holder to ten votes on each such matter. See "Description of Capital Stock -- Common Equity -- Voting Rights" in the Prospectus.
- (5) Martha Ingram, a director and controlling shareowner of the Company, is a director of First American National Bank.