SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number: 3235-0287									
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1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol INGRAM MICRO INC [IM]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
MONIE ALA	<u>AIIN</u>			X	Director	10% Owner			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	— x	Officer (give title below)	Other (specify below)			
C/O INGRAM	MICRO INC.		03/10/2015		CEO				
1600 E. ST. AN	DREW PLAC	E							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable			
SANTA ANA	CA	92705		X	Form filed by One Re	porting Person			
			—		Form filed by More than One Reporting Person				
(Citv)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1	Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
C	lass A Common Stock	03/10/2015		A ⁽¹⁾		120,275	A	\$ <mark>0</mark>	371,649	D	
0	lass A Common Stock	03/10/2015		A ⁽²⁾		59,013	A	\$0	430,662	D	
	lass A Common Stock	06/01/2015		F		83,681	D	\$27.01	346,981	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to purchase ⁽³⁾	\$27.01	06/01/2015		A		84,226		06/01/2016	05/31/2022	Class A Common Stock	84,226	\$27.01	84,226	D	
Options to purchase ⁽³⁾	\$27.01	06/01/2015		A		84,227		06/01/2017	05/31/2022	Class A Common Stock	84,227	\$27.01	168,453	D	
Options to purchase ⁽³⁾	\$27.01	06/01/2015		A		84,227		06/01/2018	05/31/2022	Class A Common Stock	84,227	\$27.01	252,680	D	

Explanation of Responses:

1. Performance-based restricted stock units granted pursuant to the Issuer's 2011 Equity Incentive Plan, to be settled solely by delivery of an equal amount of shares of Ingram Micro Inc. Class A common stock, to vest on June 1, 2015.

2. Performance-based restricted stock units granted pursuant to the Issuer's 2011 Equity Incentive Plan, as Amended, to be settled solely by delivery of an equal amount of Ingram Micro Inc. Class A common stock, vesting in two equal installments on June 2, 2016 and June 2, 2017, provided the reporting person is employed by the Issuer on vesting dates.

3. Granted pursuant to the Issuer's 2011 Equity Incentive Plan, as Amended.

Larry C. Boyd for Alain Monie 06/03/2015

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.