

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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

1. Name and Address of Reporting Person * <u>KOPPEN HENRI T</u>  (Last) (First) (Middle) <u>C/O INGRAM MICRO INC.</u> <u>1600 E. ST. ANDREW PLACE</u>  (Street) <u>SANTA ANA</u> <u>CA</u> <u>92705</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INGRAM MICRO INC [ IM ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>03/03/2004</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div>Director 10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</div> <div><u>Executive Vice President</u></div> 6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>
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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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	03/03/2004		M		4,400	A	\$11.6875	4,857	D	
Class A Common Stock	03/03/2004		S		100	D	\$19.01	4,757	D	
Class A Common Stock	03/03/2004		S		4,300	D	\$19	457	D	
Class A Common Stock	03/04/2004		M		80,600	A	\$11.6875	81,057	D	
Class A Common Stock	03/04/2004		S		18,300	D	\$18.9	62,757	D	
Class A Common Stock	03/04/2004		S		100	D	\$18.91	62,657	D	
Class A Common Stock	03/04/2004		S		100	D	\$18.92	62,557	D	
Class A Common Stock	03/04/2004		S		800	D	\$18.93	61,757	D	
Class A Common Stock	03/04/2004		S		23,700	D	\$18.94	38,057	D	
Class A Common Stock	03/04/2004		S		34,400	D	\$18.95	3,657	D	
Class A Common Stock	03/04/2004		S		800	D	\$18.96	2,857	D	
Class A Common Stock	03/04/2004		S		300	D	\$18.97	2,557	D	
Class A Common Stock	03/04/2004		S		2,100	D	\$18.98	457	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to purchase <sup>(1)</sup>	\$11.6875	03/03/2004		M		4,400	02/01/2001	01/31/2010	Class A Common Stock	4,400	\$11.6875	80,600	D	
Options to purchase <sup>(1)</sup>	\$11.6875	03/04/2004		M		23,933	02/01/2001	01/31/2010	Class A Common Stock	23,933	\$11.6875	56,667	D	
Options to purchase <sup>(1)</sup>	\$11.6875	03/04/2004		M		28,333	02/01/2002	01/31/2010	Class A Common Stock	28,333	\$11.6875	28,334	D	
Options to purchase <sup>(1)</sup>	\$11.6875	03/04/2004		M		28,334	02/01/2003	01/31/2010	Class A Common Stock	28,334	\$11.6875	0	D	

Explanation of Responses:

1. Granted pursuant to the Issuer's 1998 Equity Incentive Plan.

Lily Yan Arevalo for Henri T. Koppen 03/05/2004

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

\* 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.**