

## 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).

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  
Estimated average burden  
hours per response: 0.5

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>Humes William David</u>			<u>INGRAM MICRO INC</u> [ <u>IM</u> ]		Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	
<u>C/O INGRAM MICRO INC.</u>			<u>08/27/2014</u>			
<u>1600 E. ST. ANDREW PLACE</u>						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)			
<u>SANTA ANA CA 92705</u>						
(City) (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. 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	08/27/2014		M		36,390	A	\$19.55	149,501	D	
Class A Common Stock	08/27/2014		M		25,259	A	\$18.45	174,760	D	
Class A Common Stock	08/27/2014		S		59,088	D	\$28.6558 <sup>(1)</sup>	115,672	D	
Class A Common Stock	08/28/2014		M		10,291	A	\$18.45	125,963	D	
Class A Common Stock	08/28/2014		S		8,649	D	\$28.7102 <sup>(2)</sup>	117,314	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>(3)</sup>	\$19.55	08/27/2014		M		12,130	01/03/2007	01/02/2016	Class A Common Stock	12,130	\$19.55	24,260	D	
Options to purchase <sup>(3)</sup>	\$19.55	08/27/2014		M		12,130	01/03/2008	01/02/2016	Class A Common Stock	12,130	\$19.55	12,130	D	
Options to purchase <sup>(3)</sup>	\$19.55	08/27/2014		M		12,130	01/03/2009	01/02/2016	Class A Common Stock	12,130	\$19.55	0	D	
Options to purchase <sup>(3)</sup>	\$18.45	08/27/2014		M		11,850	07/03/2007	07/02/2016	Class A Common Stock	11,850	\$18.45	23,700	D	
Options to purchase <sup>(3)</sup>	\$18.45	08/27/2014		M		11,850	07/03/2008	07/02/2016	Class A Common Stock	11,850	\$18.45	11,850	D	
Options to purchase <sup>(3)</sup>	\$18.45	08/27/2014		M		1,559	07/03/2009	07/02/2016	Class A Common Stock	1,559	\$18.45	10,291	D	
Options to purchase <sup>(3)</sup>	\$18.45	08/28/2014		M		10,291	07/03/2009	07/02/2016	Class A Common Stock	10,291	\$18.45	0	D	

## Explanation of Responses:

1. Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.65 to \$28.67, inclusive. Details regarding the number of shares sold at each separate price will be provided upon request.
2. Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.71 to \$28.72, inclusive. Details regarding the number of shares sold at each separate price will be provided upon request.
3. Granted pursuant to the Issuer's 2003 Equity Incentive Plan.

Lily Yan Arevalo for William D. Humes

08/28/2014

\*\* Signature of Reporting Person

Date

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.**