

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information Statement  
Pursuant to Rules 13d-1 and 13d-2

Under the Securities Exchange Act of 1934

(Amendment No. 1)

Ingram Micro Inc.

-----  
(Name of Issuer)

Class A Common Stock, par value \$0.01

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

457153

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement [ ]

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Martha R. Ingram

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

2,852,819

6. SHARED VOTING POWER

79,825,612

7. SOLE DISPOSITIVE POWER

2,852,819

8. SHARED DISPOSITIVE POWER

79,825,612

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

82,678,431

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

[ ]

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

68.9%

12. TYPE OF REPORTING PERSON

IN

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

1,943,741

6. SHARED VOTING POWER

71,286,290

7. SOLE DISPOSITIVE POWER

1,943,741

8. SHARED DISPOSITIVE POWER

71,286,290

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

73,230,031

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

☐

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

66.3%

12. TYPE OF REPORTING PERSON

IN

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER  1,872,107  6. SHARED VOTING POWER  71,286,290  7. SOLE DISPOSITIVE POWER  1,872,107  8. SHARED DISPOSITIVE POWER  71,286,290
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  73,158,397	
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[ ]
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  66.2%	
12. TYPE OF REPORTING PERSON  IN	

CUSIP NO. 457153                      13G

1. NAME OF REPORTING PERSON S.S. or I.R.S. IDENTIFICATION NO.  David B. Ingram	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [ ] (b) [X]
3. SEC USE ONLY	
4. CITIZENSHIP OR PLACE OF ORGANIZATION  United States of America	

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER  1,145,104  6. SHARED VOTING POWER  71,286,290  7. SOLE DISPOSITIVE POWER  1,145,104  8. SHARED DISPOSITIVE POWER  71,286,290
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  72,431,394	
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[ ]
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	

66.0%

12. TYPE OF REPORTING PERSON

IN

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Robin B. Ingram Patton

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

380,328

6. SHARED VOTING POWER

71,055,197

7. SOLE DISPOSITIVE POWER

380,328

8. SHARED DISPOSITIVE POWER

71,055,197

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

71,435,525

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

[ ]

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

65.7%

12. TYPE OF REPORTING PERSON

IN

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Roy E. Claverie

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER	
		472,079
	6. SHARED VOTING POWER	
		5,589,429
	7. SOLE DISPOSITIVE POWER	
		472,079
	8. SHARED DISPOSITIVE POWER	
		5,589,429
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		6,061,508
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		[ ]
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
		15.9%

12. TYPE OF REPORTING PERSON

IN

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER	
		69,099,259
	6. SHARED VOTING POWER	
		-0-
	7. SOLE DISPOSITIVE POWER	
		69,099,259
	8. SHARED DISPOSITIVE POWER	
		-0-
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
		69,099,259
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		[ ]

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

65.0%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

E. Bronson Ingram 1995 Charitable Remainder 5% Unitrust

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

814,817

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)

2.1%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Martha and Bronson Ingram Foundation

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

231,093

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

231,093

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

231,093

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

[ ]

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

0.6%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

E. Bonson Ingram 1994 Charitable Lead Annuity Trust

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

1,955,938

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,955,938

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,955,938

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

[ ]

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

5.0%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with  
E. Bronson Ingram Dated October 27, 1967

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

345,868

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

345,868

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

345,868

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

[ ]

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

0.9%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with  
E. Bronson Ingram Dated June 14, 1968

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

(a) [ ]

(b) [X]



3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

942,175

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

942,175

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

942,175

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

[ ]

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

2.5%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Orrin Henry Ingram, II, Under Agreement with  
E. Bronson Ingram Dated December 22, 1975

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

(a) [ ]

(b) [X]

3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

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)  
0.2%

12. TYPE OF REPORTING PERSON  
00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.  
The Orrin H. Ingram Irrevocable Trust Dated July 9, 1992

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Minnesota

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER 71,007
	6. SHARED VOTING POWER -0-
	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)  
0.2%

12. TYPE OF REPORTING PERSON  
00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.  
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) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

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

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for John Rivers Ingram, Under Agreement with  
E. Bronson Ingram Dated October 27, 1967

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

347,387

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

347,387

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

347,387

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

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

0.9%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for John Rivers Ingram, Under Agreement with  
E. Bronson Ingram Dated June 14, 1968

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

926,365

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

926,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

926,365

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

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

2.4%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

75,916

6. SHARED VOTING POWER

-0-

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)

0.2%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

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)

0.2%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

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) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

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

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.  
  
The John and Stephanie Ingram Family 1996  
Generation Skipping Trust

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
  
(a) [ ]  
(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Tennessee

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER  
  
31,497

6. SHARED VOTING POWER  
  
-0-

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)  
  
0.1%

12. TYPE OF REPORTING PERSON  
  
00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.  
  
Trust for David B. Ingram, Under Agreement with E.  
Bronson Ingram Dated October 27, 1967

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
  
(a) [ ]  
(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER  
  
1,304,185

6. SHARED VOTING POWER  
  
-0-

7. SOLE DISPOSITIVE POWER

1,304,185

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,304,185

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

[ ]

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

3.4%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Trust for David B. Ingram, Under Agreement with E.  
Bronson Ingram Dated June 14, 1968

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

3,479,842

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

3,479,842

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,479,842

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

[ ]

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

8.5%

12. TYPE OF REPORTING PERSON

00



CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for David B. Ingram, Under Agreement with  
Hortense B. Ingram Dated December 22, 1975

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

142,586

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

142,586

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,586

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

[ ]

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

0.4%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

The David B. Ingram Irrevocable Trust Dated July  
9, 1992

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting

5. SOLE VOTING POWER

133,365

Person With

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

133,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

133,365

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

[ ]

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

0.4%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of David B. 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) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

12,945

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

12,945

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12,945

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

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

David and Sarah Ingram Family 1996 Generation  
Skipping Trust

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Tennessee

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

59,157

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

59,157

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

59,157

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

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement  
with E. Bronson Ingram Dated October 27, 1967

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

926,365

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

926,365

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

926,365

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

[ ]

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

2.4%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement  
with E. Bronson Ingram Dated June 14, 1968

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

1,852,729

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

1,852,729

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,852,729

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

[ ]

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

4.7%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

Trust for Robin Bigelow Ingram, Under Agreement  
with Hortense B. Ingram Dated December 22, 1975

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

75,926

6. SHARED VOTING POWER

-0-

7. SOLE DISPOSITIVE POWER

75,926

8. SHARED DISPOSITIVE POWER

-0-

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

75,926

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

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.

The Robin Ingram Patton Irrevocable Trust Dated  
July 9, 1992

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

(a) [ ]

(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Minnesota

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

71,007

6. SHARED VOTING POWER

-0-

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)

0.2%

12. TYPE OF REPORTING PERSON

00

CUSIP NO. 457153

13G

1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO.

Trust for the Benefit of Robin B. 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) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

South Carolina

Number of Shares  
Beneficially Owned  
by Each Reporting  
Person With

5. SOLE VOTING POWER

6,892

6. SHARED VOTING POWER

-0-

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

CUSIP NO. 457153 13G

1. NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO.  
SunTrust Bank, Atlanta

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a) [ ]  
(b) [X]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
Georgia

Number of Shares Beneficially Owned by Each Reporting Person With	5. SOLE VOTING POWER 20,320
	6. SHARED VOTING POWER 10,845,746
	7. SOLE DISPOSITIVE POWER 20,320
	8. SHARED DISPOSITIVE POWER 10,845,746

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
10,866,066

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

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
22.5%

12. TYPE OF REPORTING PERSON  
BK

Item 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 Persons Filing:  
Martha R. Ingram

Orrin H. Ingram, II

John R. Ingram

David B. Ingram

Robin B. Ingram Patton

Roy E. Claverie

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 E. Bronson Ingram Dated October 27, 1967 ("OHI '67 Trust")

Trust for Orrin Henry Ingram, II, Under Agreement with E. Bronson Ingram Dated June 14, 1968 ("OHI '68 Trust")

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")

Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967 ("JRI '67 Trust")

Trust for John Rivers Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968 ("JRI '68 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")

Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967 ("DBI '67 Trust")

Trust for David B. Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968 ("DBI '68 Trust")

Trust for David B. Ingram, Under Agreement with Hortense E. Ingram Dated December 22, 1975 ("DBI '75 Trust")

The David B. Ingram Irrevocable Trust Dated July 9, 1992 ("DBI '92 Trust")

Trust for the Benefit of David B. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended ("DBI '82 Trust")

David and Sarah Ingram Family 1996 Generation Skipping Trust ("DBI Family Trust")

Trust for Robin Bigelow Ingram, Under Agreement with E. Bronson Ingram Dated October 27, 1967 ("RBI '67 Trust")

Trust for Robin Bigelow Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968 ("RBI '68 Trust")



Trust for Robin Bigelow Ingram, Under Agreement with Hortense B. Ingram Dated December 22, 1975 ("RBI '75 Trust")

The Robin Ingram Patton Irrevocable Trust Dated July 9, 1992 ("RBI '92 Trust")

Trust for the Benefit of Robin B. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended ("RBI '82 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 and John R. Ingram, II is c/o Ingram Industries Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The business address of David B. Ingram is c/o Ingram Entertainment Inc., 2 Ingram Boulevard, La Vergne, TN 37089.

The address of Robin B. Ingram Patton is c/o Ingram Industries Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The address of Roy E. Claverie is 6107 Hickory Valley 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 Inc., One Belle Meade Place, 4400 Harding Road, Nashville, TN 37205.

The address of each of OHI '67 Trust, OHI '68 Trust, OHI '75 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75 Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust, RBI '67 Trust, RBI '68 Trust and RBI '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, JRI '92 Trust, JRI '82 Trust, DBI '92 Trust, DBI '82 Trust, RBI '92 Trust and RBI '82 Trust is c/o Roy E. Claverie, 6107 Hickory Valley Road, Nashville, TN 37205.

The address of JRI Family Trust is c/o William S. Jones, Ingram Industries Inc., 4400 Harding Road, Nashville, TN 37205

The address of DBI Family Trust is c/o Thomas H. Lunn, Ingram Entertainment Inc., 2 Ingram Boulevard, La Vergne, TN 37089.

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, a 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

Item 3. Type of Reporting Person:

N/A

Item 4. Ownership:

(a), (b) and (c)

The entities named in Exhibit 1 (excluding Roy E. Claverie and SunTrust) (the "Shareholders") and the Company entered into a Board Representation Agreement (the "Agreement") dated as of November 6, 1996. Except as described in footnotes (10) and (11) below, all of the shares of Class A Common Stock, par value \$0.01 per share (the "Class A Common Stock"), and Class B Common Stock, par value \$0.01 per share (the "Class B 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. 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, 1997, there were outstanding 37,285,381 shares of Class A Common Stock and 99,714,672 shares of Class B Common Stock. Each share of Class A 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, and each share of Class B Common Stock entitles the holder to ten votes on each such matter. Except as required by applicable law, holders of the Class A Common Stock and Class B Common Stock vote together as a single class on all matters submitted to a vote of the stockholders of the Company. The table below indicates the beneficial ownership of Class A Common Stock as of December 31, 1997 of the persons filing this statement. Pursuant to Rule 13d-3 promulgated under the Securities Exchange Act of 1934, certain securities convertible into, or exchangeable for, shares of Class A Common Stock, may be deemed to be shares of Class A Common Stock for purposes of determining beneficial ownership. See footnote (2) below. Also indicated is the percentage of Common Equity (as defined below) owned by each of the persons filing this statement. All shares are Class B Common Stock, except as noted:

	Beneficial Ownership at 12/31/97(1)(2)	% Class A Common Stock at 12/31/97(2)	% Common Equity at 12/31/97(3)
Martha R. Ingram	82,678,431(4)(5)	68.9%	60.3%
Orrin H. Ingram, II	73,230,031(5)(6)	66.3%	53.4%
John R. Ingram	73,158,397(5)(7)	66.2%	53.5%
David B. Ingram	72,431,394(5)(8)	66.0%	52.9%
Robin B. Ingram Patton	71,435,525(5)(9)	65.7%	52.1%
Roy E. Claverie	6,061,508(5)(10)	15.9%	4.4%
QTIP Trust	69,099,259	65.0%	50.4%
Charitable Remainder	814,817	2.1%	0.6%
Foundation	231,093	0.6%	0.2%
Charitable Lead	1,955,938	5.0%	1.4%
OHI '67 Trust	345,868	0.9%	0.3%
OHI '68 Trust	942,175	2.5%	0.7%

OHI '75 Trust	75,916	0.2%	0.1%
OHI '92 Trust	71,007	0.2%	0.1%
OHI '82 Trust	6,892	0.0%	0.0%
JRI '67 Trust	347,387	0.9%	0.3%
JRI '68 Trust	926,365	2.4%	0.7%
JRI '75 Trust	75,916	0.2%	0.1%
JRI '92 Trust	71,007	0.2%	0.1%
JRI '82 Trust	6,892	0.0%	0.0%
JRI Family Trust	31,497	0.1%	0.0%
DBI '67 Trust	1,304,185	3.4%	1.0%
DBI '68 Trust	3,479,842	8.5%	2.5%
DBI '75 Trust	142,586	0.4%	0.1%
DBI '92 Trust	133,365	0.4%	0.1%
DBI '82 Trust	12,945	0.0%	0.0%
DBI Family Trust	59,157	0.2%	0.0%
RBI '67 Trust	926,365	2.4%	0.7%
RBI '68 Trust	1,852,729	4.7%	1.4%
RBI '75 Trust	75,926	0.2%	0.1%
RBI '92 Trust	71,007	0.2%	0.1%
RBI '82 Trust	6,892	0.0%	0.0%
SunTrust	10,866,066(11)	22.5%	7.9%

- (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 Securities Exchange Act of 1934, 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) "Common Equity" means the Class A Common Stock and the Class B Common Stock. Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock.
- (4) Includes 2,038,002 shares 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, Foundation, OHI '67 Trust, OHI '68 Trust, OHI '75 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75 Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust, RBI '67 Trust, RBI '68 Trust and RBI '75 Trust, with respect to which Martha R. Ingram acts as a trustee and shares voting and dispositive power.
- (5) Excludes 231,000 shares of Class A Common Stock held by Ingram Industries Inc. ("Ingram Industries"). Each of Martha R. Ingram, Orrin H. Ingram, II, John R. Ingram, David B. Ingram, Robin B. Ingram Patton and Roy E. Claverie are principal stockholders of Ingram Industries, and may be deemed to be beneficial owners of the shares held by Ingram Industries.
- (6) Includes 1,871,380 shares of Class B Common Stock and options exercisable for 50,339 shares of Class A 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.

- (7) Includes 1,863,438 shares of Class B Common Stock, 22,022 shares of Class A Common Stock and options exercisable for 8,669 shares of Class A Common Stock held by John R. Ingram. Also includes the shares held by QTIP Trust, Foundation and Charitable Lead, with respect to which John R. Ingram acts as a trustee and shares voting and dispositive power.
- (8) Includes 1,090,920 shares of Class B Common Stock and options exercisable for 54,184 shares of Class A Common Stock held by David B. Ingram. Also includes the shares held by QTIP Trust, Foundation and Charitable Lead, with respect to which David B. Ingram acts as a trustee and shares voting and dispositive power. Excludes 2,901 shares of Class A Common Stock held by Ingram Entertainment Inc. David B. Ingram is a principal stockholder of Ingram Entertainment Inc., and may be deemed to be the beneficial owner of the shares held by Ingram Entertainment Inc.
- (9) Includes 380,328 shares of Class B Common Stock held by Robin B. Ingram Patton. Also includes the shares held by QTIP Trust and Charitable Lead, with respect to which Robin B. Ingram Patton acts as a trustee and shares voting and dispositive power.
- (10) Includes 472,079 shares of Class B Common Stock held by Roy E. Claverie. Also includes the shares held by OHI '82 Trust, JRI '82 Trust, DBI '82 Trust and RBI '82 Trust, with respect to which Roy E. Claverie acted as trustee until January 30, 1998. Also includes 5,243,043 shares of Class A Common Stock held by the Ingram Thrift Plan, and the shares held by RBI '92 Trust, JRI '92 Trust, DBI '92 Trust and OHI '92 Trust, with respect to which Roy E. Claverie acted as a trustee until January 30, 1998 and shared voting and dispositive power. The shares held by the Ingram Thrift Plan are not bound by the terms of the Agreement.
- (11) Includes the shares held by OHI '67 Trust, OHI '68 Trust, OHI '75 Trust, OHI '92 Trust, JRI '67 Trust, JRI '68 Trust, JRI '75 Trust, JRI '92 Trust, DBI '67 Trust, DBI '68 Trust, DBI '75 Trust, DBI '92 Trust, RBI '67 Trust, RBI '68 Trust, RBI '75 Trust and RBI '92 Trust, with respect to which SunTrust, Atlanta acts as a trustee and shares voting and dispositive power. Also includes 43,329 shares of Class A 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 20,320 of these shares, and shared voting and dispositive power with respect to 4,100 of these shares. SunTrust Banks, Inc. and its affiliates hold the other 18,909 shares in non-discretionary accounts. SunTrust Banks, Inc. and each of its affiliates disclaim any beneficial interest in all shares of Common Equity it holds. Subsequent to December 31, 1997, SunTrust Bank, Atlanta has become a trustee with respect to OHI '82 Trust, JRI '82 Trust, DBI '82 Trust and RBI '82 Trust.

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. Certification:

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, 1998

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Martha R. Ingram

\*

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Orrin H. Ingram, II

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John R. Ingram

\*

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David B. Ingram

\*

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Robin B. Ingram Patton

\*

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Roy E. Claverie

QTIP MARITAL TRUST CREATED UNDER THE  
E. BRONSON INGRAM REVOCABLE TRUST  
AGREEMENT DATED JANUARY 4, 1995

By: MARTHA R. INGRAM, ORRIN H.  
INGRAM, JOHN R. INGRAM,  
DAVID B. INGRAM AND  
ROBIN B. INGRAM  
PATTON, as Co-Trustees

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: John R. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: David B. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: Robin B. Ingram Patton  
Title: Co-Trustee

E. BRONSON INGRAM 1995 CHARITABLE  
REMAINDER 5% UNITRUST

By: MARTHA R. INGRAM, as Trustee

By: \*

-----  
Name: Martha R. Ingram  
Title: Trustee

MARTHA AND BRONSON INGRAM FOUNDATION

By: ORRIN H. INGRAM, JOHN R. INGRAM,  
DAVID B. INGRAM, AND ROBIN  
BIGELOW INGRAM PATTON, as  
Co-Trustees

By: \*

-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: John R. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: David B. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: Robin Bigelow Ingram  
Patton  
Title: Co-Trustee

E. BRONSON INGRAM 1994 CHARITABLE  
LEAD ANNUITY TRUST

By: ORRIN H. INGRAM, JOHN R. INGRAM,  
DAVID B. INGRAM, AND ROBIN B.  
INGRAM PATTON, as Co-Trustees

By: \*

-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: John R. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: David B. Ingram  
Title: Co-Trustee

By: \*

-----  
Name: Robin B. Ingram Patton  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH E. BRONSON  
INGRAM DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH E. BRONSON  
INGRAM DATED JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH HORTENSE B.  
INGRAM DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE ORRIN H. INGRAM IRREVOCABLE  
TRUST DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA,  
as Co-Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF ORRIN H.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.  
-----

Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.  
-----

Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH HORTENSE B. INGRAM  
DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By: /s/ Thomas A. Shanks, Jr.  
-----

Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE JOHN R. INGRAM IRREVOCABLE TRUST  
DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustee

By: /s/ Thomas A. Shanks, Jr.  
-----

Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF JOHN R.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustee

By: Thomas A. Shanks, Jr.  
-----

Name: Roy E. Claverie  
Title: First Vice President



THE JOHN AND STEPHANIE INGRAM FAMILY  
1996 GENERATION SKIPPING TRUST

By: WILLIAM S. JONES, as Trustee

By: \*

-----  
Name: William S. Jones  
Title: Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH E. BRONSON DATED  
JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as  
Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH HORTENSE B. INGRAM  
DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE DAVID B. INGRAM IRREVOCABLE  
TRUST DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF DAVID B.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK ATLANTA,  
as Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

DAVID AND SARAH INGRAM FAMILY 1996  
GENERATION SKIPPING TRUST

By: THOMAS H. LUNN, as Trustee

By: \*

-----  
Name: Thomas H. Lunn  
Title: Trustee

TRUST FOR ROBIN BIGELOW INGRAM,  
UNDER AGREEMENT WITH E. BRONSON  
INGRAM DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ROBIN BIGELOW INGRAM,  
UNDER AGREEMENT WITH E.  
BRONSON INGRAM DATED JUNE 14,  
1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: \*

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ROBIN BIGELOW INGRAM,  
UNDER AGREEMENT WITH HORTENSE  
B. INGRAM DATED DECEMBER 22,  
1975

By: SUNTRUST BANK, ATLANTA, Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.

Title: First Vice President

THE ROBIN INGRAM PATTON IRREVOCABLE  
TRUST DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustees

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF ROBIN B.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as  
Co-Trustee

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

SUNTRUST BANK, ATLANTA

By: /s/ Thomas A. Shanks, Jr.

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

\* Pursuant to the Power of Attorney  
filed herewith with the Commission.

/s/ Lily Yan Arevalo                      Attorney-in-Fact

-----  
Lily Yan Arevalo

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## Names of Reporting Persons

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3. John R. Ingram
4. David B. Ingram
5. Robin B. Ingram Patton
6. Roy E. Claverie
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19. The John R. Ingram Irrevocable Trust Dated July 9, 1992
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- 29. Trust for Robin Bigelow Ingram, Under Agreement with E. Bronson Ingram Dated June 14, 1968
- 30. Trust for Robin Bigelow Ingram, Under Agreement with Hortense B. Ingram Dated December 22, 1975
- 31. The Robin Ingram Patton Irrevocable Trust Dated July 9, 1992
- 32. Trust for the Benefit of Robin B. Ingram Established by Martha R. Rivers Under Agreement of Trust Originally Dated April 30, 1982, as Amended
- 33. SunTrust Bank, Atlanta

POWER OF ATTORNEY

Know all men by these presents, that the undersigned hereby constitute and appoint 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 the 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 revoke 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 have each caused this Power of Attorney to be executed as of the 12th day of February, 1998.

SIGNATURE

Date: February 12, 1998

/s/ Martha R. Ingram  
-----  
Martha R. Ingram

/s/ Orrin H. Ingram  
-----  
Orrin H. Ingram, II

/s/ John R. Ingram  
-----  
John R. Ingram

/s/ David B. Ingram  
-----  
David B. Ingram

/s/ Robin B. Ingram Patton  
-----  
Robin B. Ingram Patton

/s/ Roy E. Claverie  
-----  
Roy E. Claverie

QTIP MARITAL TRUST CREATED  
UNDER THE E. BRONSON INGRAM  
REVOCABLE TRUST AGREEMENT  
DATED JANUARY 4, 1995

By: MARTHA R. INGRAM, ORRIN H. INGRAM,  
JOHN R. INGRAM, DAVID B. INGRAM  
AND ROBIN B. INGRAM PATTON,  
as Co-Trustees

By: /s/ Martha R. Ingram  
-----  
Name: Martha R. Ingram  
Title: Co-Trustee

By: /s/ Orrin H. Ingram  
-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: /s/ John R. Ingram  
-----  
Name: John R. Ingram  
Title: Co-Trustee

By: /s/ David B. Ingram  
-----  
Name: David B. Ingram  
Title: Co-Trustee

By: /s/ Robin B. Ingram Patton  
-----  
Name: Robin B. Ingram Patton  
Title: Co-Trustee

E. BRONSON INGRAM 1995  
CHARITABLE REMAINDER 5% UNITRUST

By: MARTHA R. INGRAM, as Trustee

By: /s/ Martha R. Ingram  
-----  
Name: Martha R. Ingram  
Title: Trustee

MARTHA AND BRONSON INGRAM FOUNDATION

By: ORRIN H. INGRAM, JOHN R. INGRAM,  
DAVID B. INGRAM, AND ROBIN BIGELOW  
INGRAM PATTON, as Co-Trustees

By: /s/ Orrin H. Ingram  
-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: /s/ John R. Ingram

-----  
Name: John R. Ingram  
Title: Co-Trustee

By: /s/ David B. Ingram

-----  
Name: David B. Ingram  
Title: Co-Trustee

By: /s/ Robin Bigelow Ingram Patton

-----  
Name: Robin Bigelow Ingram Patton  
Title: Co-Trustee

E. BRONSON INGRAM 1994 CHARITABLE  
LEAD ANNUITY TRUST

By: ORRIN H. INGRAM, JOHN R. INGRAM,  
DAVID B. INGRAM, AND ROBIN B.  
INGRAM PATTON, as Co-Trustees

By: /s/ Orrin H. Ingram

-----  
Name: Orrin H. Ingram  
Title: Co-Trustee

By: /s/ John R. Ingram

-----  
Name: John R. Ingram  
Title: Co-Trustee

By: /s/ David B. Ingram

-----  
Name: David B. Ingram  
Title: Co-Trustee

By: /s/ Robin B. Ingram Patton

-----  
Name: Robin B. Ingram Patton  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH E. BRONSON  
INGRAM DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH E. BRONSON  
INGRAM DATED JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.



Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ORRIN HENRY INGRAM, II,  
UNDER AGREEMENT WITH HORTENSE B.  
INGRAM DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE ORRIN H. INGRAM IRREVOCABLE TRUST  
DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA,  
as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF ORRIN H.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND MARTHA  
R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR JOHN RIVERS INGRAM, UNDER  
AGREEMENT WITH HORTENSE B. INGRAM  
DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE JOHN R. INGRAM IRREVOCABLE TRUST  
DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF JOHN R.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE JOHN AND STEPHANIE INGRAM FAMILY  
1996 GENERATION SKIPPING TRUST

By: WILLIAM S. JONES, as Trustee

By: /s/ William S. Jones

-----  
Name: William S. Jones  
Title: Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND MARTHA  
R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH E. BRONSON DATED  
JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as  
Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR DAVID B. INGRAM, UNDER  
AGREEMENT WITH HORTENSE B. INGRAM  
DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE DAVID B. INGRAM IRREVOCABLE TRUST  
DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF DAVID B.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

DAVID AND SARAH INGRAM FAMILY 1996  
GENERATION SKIPPING TRUST

By: THOMAS H. LUNN, as Trustee

By: /s/ Thomas H. Lunn

-----  
Name: Thomas H. Lunn  
Title: Trustee

TRUST FOR ROBIN BIGELOW INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED OCTOBER 27, 1967

By: SUNTRUST BANK, ATLANTA AND

MARTHA R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ROBIN BIGELOW INGRAM, UNDER  
AGREEMENT WITH E. BRONSON INGRAM  
DATED JUNE 14, 1968

By: SUNTRUST BANK, ATLANTA AND  
MARTHA R. INGRAM, as Co-Trustees

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

By: /s/ Martha R. Ingram

-----  
Name: Martha R. Ingram  
Title: Co-Trustee

TRUST FOR ROBIN BIGELOW INGRAM, UNDER  
AGREEMENT WITH HORTENSE B. INGRAM  
DATED DECEMBER 22, 1975

By: SUNTRUST BANK, ATLANTA, Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

THE ROBIN INGRAM PATTON IRREVOCABLE  
TRUST DATED JULY 9, 1992

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

TRUST FOR THE BENEFIT OF ROBIN B.  
INGRAM ESTABLISHED BY MARTHA R.  
RIVERS UNDER AGREEMENT OF TRUST  
ORIGINALLY DATED APRIL 30, 1982,  
AS AMENDED

By: SUNTRUST BANK, ATLANTA, as Co-Trustee

By:

-----  
Name: Thomas A. Shanks, Jr.  
Title: First Vice President

SUNTRUST BANK, ATLANTA

By:

Name: Thomas A. Shanks, Jr.  
Title: First Vice President