

SPIERKEL GREGORY M  
Form 4  
February 22, 2012

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SPIERKEL GREGORY M**  
  
(Last) (First) (Middle)  
  
**C/O INGRAM MICRO INC., 1600  
E. ST. ANDREW PLACE**

2. Issuer Name and Ticker or Trading Symbol  
**INGRAM MICRO INC [IM]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/21/2012**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
  
**SANTA ANA, CA 92705**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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	02/21/2012		M		35,000 A \$ 11		494,492 D
Class A Common Stock	02/21/2012		S		35,000 D \$ 19.6921 (1)		459,492 D
Class A Common Stock	02/22/2012		M		35,000 A \$ 11		494,492 D
Class A Common Stock	02/22/2012		S		35,000 D \$ 19.4999		459,492 D

Stock

(2)

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Options to purchase <u>(3)</u>	\$ 11	02/21/2012		M	17,360	07/01/2004	06/30/2013	Class A Common Stock	17,360
Options to purchase <u>(3)</u>	\$ 11	02/21/2012		M	17,640	07/01/2005	06/30/2013	Class A Common Stock	17,640
Options to purchase <u>(3)</u>	\$ 11	02/22/2012		M	24,720	07/01/2005	06/30/2013	Class A Common Stock	24,720
Options to purchase <u>(3)</u>	\$ 11	02/22/2012		M	10,280	07/01/2006	06/30/2013	Class A Common Stock	10,280

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SPIERKEL GREGORY M C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705	X			

## Signatures

Lily Yan Arevalo for Gregory M.  
Spierkel

02/22/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.52 to \$19.75, 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 \$19.35 to \$19.58, 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.

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

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