

Maquet Alain  
Form 4  
February 21, 2006

**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 \*  
Maquet Alain

(Last) (First) (Middle)

C/O INGRAM MICRO INC., 1600  
E. ST. ANDREW PLACE

(Street)

SANTA ANA, CA 92705

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/17/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
SVP & Pres., IM Latin America

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

**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	(D)	Price
Class A Common Stock	02/17/2006		S		8,238	D	\$ 20.3
Class A Common Stock	02/17/2006		M		10,000	A	\$ 18
Class A Common Stock	02/17/2006		M		21,480	A	\$ 12.5625
Class A Common	02/17/2006		M		24,510	A	\$ 14.39
							55,990

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Stock

Class A  
Common Stock 02/17/2006 S 10,000 D \$ 20.1 45,990 D

Class A  
Common Stock 02/17/2006 S 21,480 D \$ 20.15 24,510 D

Class A  
Common Stock 02/17/2006 S 24,510 D \$ 20.35 0 D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options to purchase <u>(1)</u>	\$ 18	02/17/2006		M	5,000	04/28/1998 10/31/2006	Class A Common Stock 5,000
Options to purchase <u>(1)</u>	\$ 18	02/17/2006		M	5,000	10/24/1998 10/31/2006	Class A Common Stock 5,000
Options to purchase <u>(2)</u>	\$ 12.5625	02/17/2006		M	10,740	05/01/2000 09/30/2009	Class A Common Stock 10,740
Options to purchase <u>(2)</u>	\$ 12.5625	02/17/2006		M	3,580	11/01/2000 09/30/2009	Class A Common Stock 3,580

Options to purchase (2)	\$ 12.5625	02/17/2006	M	3,580	05/01/2001	09/30/2009	Class A Common Stock	3,580
Options to purchase (2)	\$ 12.5625	02/17/2006	M	3,580	11/01/2001	09/30/2009	Class A Common Stock	3,580
Options to purchase (2)	\$ 14.39	02/17/2006	M	8,170	07/02/2002	01/02/2011	Class A Common Stock	8,170
Options to purchase (2)	\$ 14.39	02/17/2006	M	8,170	07/02/2003	01/02/2011	Class A Common Stock	8,170
Options to purchase (2)	\$ 14.39	02/17/2006	M	8,170	07/02/2004	01/02/2011	Class A Common Stock	8,170

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maquet Alain C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705			SVP & Pres., IM Latin America	

## Signatures

Lily Yan Arevalo for Alain Maquet 02/21/2006

\*\*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) Granted pursuant to the Issuer's 1996 Equity Incentive Plan.
- (2) Granted pursuant to the Issuer's 1998 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.