Edgar Filing: FOSTER KENT B - Form 4

FOSTER KENT B										
Form 4										
February 03, 2005										
FORM 4		GECU	DIFIE				A.T.	APPROVAL		
UNIT	ED STATE:		ashington			E COMMISSIO	Number:	3235-0287		
Subject to Section 16. Form 4 or Form 5 Filed	pursuant to 17(a) of the	ties Excha	DWNERSHIP OF ange Act of 1934, ct of 1935 or Section 1940							
(Print or Type Responses)										
1. Name and Address of Repor FOSTER KENT B	Symbol	er Name an AM MICF		Ū.	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First)	(Middle)	3. Date	of Earliest T	ransaction		(check un applicable)				
C/O INGRAM MICRO I E. ST. ANDREW PLAC	(Month/Day/Year) 02/01/2005				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chief Executive Officer					
(Street)	Filed(Month/Day/Year)						 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SANTA ANA, CA 92705)					Person		1 0		
(City) (State)	(Zip)	Tal	ble I - Non-l	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)2. Transaction I (Month/Day/Ye	ar) Execution any	n Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or l of (D) 4 and 5) (A) or	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)		
Reminder: Report on a separate	line for each c	lass of sec	curities bene	-	-	-				
				infor requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (Disposed o (Instr. 3, 4, 5)	f (D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Options to purchase $\frac{(1)}{2}$	\$ 18.75	02/01/2005		A		148,080		02/01/2006 <u>(2)</u>	01/31/2015	Class A Common Stock	148,

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
FOSTER KENT B C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705	Х		Chief Executive Officer						
Signatures									
Lily Yan Arevalo for Kent B. Foster	0	2/02/2005							
**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 2003 Equity Incentive Plan.

(2) The options vest in three equal annual installments beginning February 1, 2006.

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.