

INGRAM MICRO INC  
Form 8-K  
January 03, 2007

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported):  
January 3, 2007**

**INGRAM MICRO INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

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| <b>Delaware<br/>(State of<br/>Incorporation<br/>or organization)</b> | <b>1-12203<br/>(Commission File<br/>Number)</b> | <b>62-1644402<br/>(I.R.S. Employer<br/>Identification No.)</b> |
|--|---|--|

**1600 E. St. Andrew Place  
Santa Ana, CA 92799-5125**

**(Address, including zip code of Registrant's principal executive offices)**

**Registrant's telephone number, including area code: (714) 566-1000**

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):**

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**



**Item 8.01 Other Events.**

Copies of revised forms of award agreements for equity awards under Ingram Micro Inc.'s 2003 Equity Incentive Plan, including Ingram Micro's annual equity-based management awards awarded on the first trading day of January are attached hereto as exhibits under Item 9.01, the text of which are incorporated under Item 8 of this Form 8-K by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

- 99.1 Compensation Agreement □ Form of Non-Qualified Stock Option Award Agreement (Non-European Union (□EU□) countries)
  - 99.2 Compensation Agreement □ Form of Non-Qualified Stock Option Award Agreement (EU countries)
  - 99.3 Compensation Agreement □ Form of Restricted Stock Award Agreement for time-vested awards (Non-EU countries)
  - 99.4 Compensation Agreement □ Form of Restricted Stock Award Agreement for time-vested awards (EU countries)
  - 99.5 Compensation Agreement □ Form of Restricted Stock Unit Award Agreement for time-vested awards (Non-EU countries)
  - 99.6 Compensation Agreement □ Form of Restricted Stock Unit Award Agreement for time-vested awards (EU countries)
  - 99.7 Compensation Agreement □ Form of Restricted Stock Unit Award Agreement for performance-vested awards (Non-EU countries)
  - 99.8 Compensation Agreement □ Form of Restricted Stock Unit Award Agreement for performance-vested awards (EU countries)
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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**INGRAM MICRO INC.**

By: /s/ Larry C. Boyd

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Name: Larry C. Boyd  
Title: Senior Vice President,  
Secretary and General Counsel

Date: January 3, 2007