FALSTRUP ASGER

Form 4/A January 10, 2005

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

	FALSTRUE	P ASGER	g reison_	Symbol	ar Name and AM MICR				ssuer			
(Last) (First) (Middle) C/O INGRAM MICRO INC., 1600 E. ST. ANDREW PLACE				3. Date of Earliest Transaction (Month/Day/Year) 11/24/2004					(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify below) SVP & Pres. IM Latin America			
(Street) SANTA ANA, CA 92705				4. If Amendment, Date Original Filed(Month/Day/Year) 11/24/2004				A -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly Owned	
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transaction Code (Instr. 8)	4. Securit our Dispos (Instr. 3, 4	ed of (D)	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)	
	Class A Common Stock	11/24/2004			M	25,320	A	\$ 16.425	26,670	D		
	Class A Common Stock	11/24/2004			M	48,021	A	\$ 16.2	74,691	D		
	Class A Common Stock	11/24/2004			S	5,400	D	\$ 18.83	69,291	D		
	Class A Common	11/24/2004			S	1,141	D	\$ 18.84	68,150	D		

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Stock							
Class A Common Stock	11/24/2004	S	33,200	D	\$ 18.85	34,950	D
Class A Common Stock	11/24/2004	S	3,800	D	\$ 18.86	31,150	D
Class A Common Stock	11/24/2004	S	16,000	D	\$ 18.87	15,150	D
Class A Common Stock	11/24/2004	S	13,800	D	\$ 18.88	1,350	D

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

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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 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. Transactic Code (Instr. 8)	5. Number of ionDerivative 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 (1)	\$ 16.425	11/24/2004		M		8,440	03/05/2002	03/04/2012	Class A Common Stock	8,440
Options to purchase (1)	\$ 16.425	11/24/2004		M		8,440	02/01/2003	03/04/2012	Class A Common Stock	8,440
Options to purchase (1)	\$ 16.425	11/24/2004		M		8,440	02/01/2004	03/04/2012	Class A Common Stock	8,440
	\$ 16.2	11/24/2004		M		10,309	07/02/2002	03/04/2012		10,309

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Options to purchase (1)							Class A Common Stock	
Options to purchase (1)	\$ 16.2	11/24/2004	M	10,309	07/02/2003	03/04/2012	Class A Common Stock	10,309
Options to purchase (1)	\$ 16.2	11/24/2004	M	10,309	07/02/2004	03/04/2012	Class A Common Stock	10,309
Options to purchase (1)	\$ 16.2	11/24/2004	M	5,698	10/01/2002	03/04/2012	Class A Common Stock	5,698
Options to purchase (1)	\$ 16.2	11/24/2004	M	5,698	10/01/2003	03/04/2012	Class A Common Stock	5,698
Options to purchase (1)	\$ 16.2	11/24/2004	M	5,698	10/01/2004	03/04/2012	Class A Common Stock	5,698

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

FALSTRUP ASGER C/O INGRAM MICRO INC. 1600 E. ST. ANDREW PLACE SANTA ANA, CA 92705

SVP & Pres. IM Latin America

Signatures

Lily Yan Arevalo for Asger
Falstrup

01/10/2005

**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 2000 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.

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