

INGLES MARKETS INC  
 Form 5  
 November 12, 2013

**FORM 5**

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Ingle Sharp Laura**  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**INGLES MARKETS INC [IMKTA]**

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

**2913 US HIGHWAY 70 WEST**  
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**09/28/2013**

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

**BLACK MOUNTAIN, NC 28711**  
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|                                 |                                      |  |                                | (A) Amount or (D) Price   |  |  |                                   |
| Class A Common Stock            | 12/10/2012                           | ^  | G                              | 24,205 A \$ 0   | 33,680   | D  | ^                                 |
| Class A Common Stock            | ^                                    | ^  | ^                              | ^ ^ ^ ^   | 686.1  | I  | By Minor Children (1)             |

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

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SEC 2270 (9-02)

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**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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Class B Common Stock                       | Â  | 12/10/2012                           | Â  | G                              | 170,000   | Â   | Â (2)  | Â (2)           | Class A Common Stock  | 170,000                    |
| Class B Common Stock                       | Â  | Â                                    | Â  | Â                              | Â   | Â   | Â (2)  | Â (2)           | Class A Common Stock  | 2,025                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Ingle Sharp Laura<br>2913 US HIGHWAY 70 WEST<br>BLACK MOUNTAIN, NC 28711 | Â X           | Â         | Â       | Â     |

## Signatures

Ronald B. Freeman, as attorney-in-fact  
Date: 11/12/2013

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) The shares are held by the reporting person's minor children through a dividend reinvestment plan.
- (2) Class B Common Stock is convertible into Class A Common Stock at any time on a one-for-one basis, and has no expiration date.

The Form 4 filed by the Reporting Person on September 3, 2013 incorrectly stated the amount of shares of Class B Common Stock beneficially owned following the reported transaction as "0" while the Reporting Person actually held 147,700 shares of Class B Common Stock following the reported transaction.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.