Freeman Ronald B Form 4 December 28, 2006

FORM 4

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

OMB Number: 3235-0287 January 31,

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
Estimated average

0.5

TIES Estimated average burden hours per response...

Issuer

5. Relationship of Reporting Person(s) to

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

INGLES MARKETS INC (IMKTA)

Symbol

1(b).

(Print or Type Responses)

Freeman Ronald B

1. Name and Address of Reporting Person *

		INGI	INGLES MARKETS INC [IMKTA]			(Check all applicable)			
(Last)	(First) (I	Middle) 3. Date	3. Date of Earliest Transaction					-,	
2913 US HIGHWAY 70 WEST (Month/Da 12/26/20			th/Day/Year) 6/2006			X Director 10% Owner X Officer (give titleX Other (specify below) Chief Financial Officer / Profit Sharing Plan Trustee			
	(Street)	4. If A	mendment, D	ate Origin	al		6. Individual or J	Joint/Group Fili	ng(Check
			ed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip) T	able I - Non-	Derivative	Secu	rities Acc	quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code r) (Instr. 8)	4. Secur or(A) or D (Instr. 3,	ispose 4 and (A) or	d 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)	Ownership (Instr. 4)
Class A Common Stock	12/26/2006		J <u>(1)</u>	385	D	\$ 29	26,705	I	By Employee Benefit Plan Trust
Class A Common Stock	12/26/2006		J <u>(1)</u>	2,000	D	\$ 29.01	24,705	I	By Employee Benefit Plan Trust
	12/26/2006		J (1)	200	D		24,505	I	

Edgar Filing: Freeman Ronald B - Form 4

Class A Common Stock					\$ 29.05			By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	J <u>(1)</u>	625	D	\$ 29.01	23,880	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	J(1)	700	D	\$ 29.04	23,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	<u>J(1)</u>	2,000	D	\$ 29.17	21,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	<u>J(1)</u>	4,000	D	\$ 29.18	17,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	<u>J(1)</u>	2,000	D	\$ 29.19	15,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	<u>J(1)</u>	4,000	D	\$ 29.21	11,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	<u>J(1)</u>	2,000	D	\$ 29.22	9,180	I	By Employee Benefit Plan Trust
Class A Common Stock	12/27/2006	J <u>(1)</u>	2,000	D	\$ 29.23	7,180	I	By Employee Benefit Plan Trust
	12/27/2006	<u>J(1)</u>	7,180	D		0	I	

Edgar Filing: Freeman Ronald B - Form 4

Class A	\$	Ву
Common	29.27	Employee
Stock		Benefit
		Plan Trust
		<u>(1)</u>
Class A		

Class A
Common 1,532 D
Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired		ate	7. Title Amoun Underly Securiti (Instr. 3	t of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo
	Security			(A) or Disposed of (D) (Instr. 3, 4, and 5)						Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 8	Director 10% Owner		Officer	Other			
Freeman Ronald B 2913 US HIGHWAY 70 WEST BLACK MOUNTAIN, NC 28711	X		Chief Financial Officer	Profit Sharing Plan Trustee			

Signatures

12/28/2006				
12/26/2000				
Date				

Reporting Owners 3

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).
 - The reported transactions constitute sales of Class A Common Stock to meet the liquidity needs of the Ingles Markets Investment/Profit Sharing Plan (the "Plan") for making distributions to Plan participants. The number of shares reported as sold and as beneficially owned reflect the total number of shares sold or owned by the Plan for the benefit of all Plan participants. The reporting person is a trustee of the
- Plan. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his or her pecuniary interest therein, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose except to the extent of his or her pecuniary interest therein.

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.