

INGLES MARKETS INC

Form 4

March 07, 2006

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**INGLE ROBERT P**

(Last) (First) (Middle)

2913 US HIGHWAY 70 WEST

(Street)

BLACK MOUNTAIN, NC 28711

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/06/2006

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title ☒ Other (specify  
below) below)  
Chairman and CEO / Profit Sharing Plan  
Trustee

6. Individual or Joint/Group Filing(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 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) |                                |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|--------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |                                |
| Class A Common Stock            | 03/06/2006                           |                                                    | J <sup>(1)</sup>               |                                                                   | 1,700  | D          | \$ 16                                                                                         | 20,145                                                   | I                                                     | By Employee Benefit Plan Trust |
| Class A Common Stock            | 03/06/2006                           |                                                    | J <sup>(1)</sup>               |                                                                   | 2,400  | D          | \$ 16.01                                                                                      | 17,745                                                   | I                                                     | By Employee Benefit Plan Trust |
| Class A Common Stock            | 03/06/2006                           |                                                    | J <sup>(1)</sup>               |                                                                   | 463    | D          | \$ 16.02                                                                                      | 17,282                                                   | I                                                     | By Employee Benefit            |

Edgar Filing: INGLES MARKETS INC - Form 4

|                            |            |             |       |   |             |        |   |                                                       |
|----------------------------|------------|-------------|-------|---|-------------|--------|---|-------------------------------------------------------|
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 537   | D | \$<br>16.03 | 16,745 | I | Plan Trust<br>By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 600   | D | \$<br>16.04 | 16,145 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 311   | D | \$<br>16.05 | 15,834 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 400   | D | \$<br>16.06 | 15,434 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 390   | D | \$<br>16.07 | 15,044 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 2,400 | D | \$<br>16.11 | 12,644 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 2,500 | D | \$<br>16.19 | 10,144 | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 600   | D | \$ 16.2     | 9,544  | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 2,400 | D | \$<br>16.21 | 7,144  | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 200   | D | \$<br>16.22 | 6,944  | I | By<br>Employee<br>Benefit<br>Plan Trust               |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 200   | D | \$<br>16.23 | 6,744  | I | By<br>Employee<br>Benefit<br>Plan Trust               |

Edgar Filing: INGLES MARKETS INC - Form 4

|                            |            |             |       |   |             |        |   |                                         |
|----------------------------|------------|-------------|-------|---|-------------|--------|---|-----------------------------------------|
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 500   | D | \$<br>16.24 | 6,244  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 1,200 | D | \$<br>16.26 | 5,044  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 100   | D | \$<br>16.27 | 4,944  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 270   | D | \$<br>16.28 | 4,674  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 400   | D | \$<br>16.41 | 4,274  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 1,196 | D | \$<br>16.42 | 3,078  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 370   | D | \$<br>16.43 | 2,708  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 130   | D | \$<br>16.44 | 2,578  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 100   | D | \$<br>16.55 | 2,478  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 100   | D | \$<br>16.71 | 2,378  | I | By<br>Employee<br>Benefit<br>Plan Trust |
| Class A<br>Common<br>Stock | 03/06/2006 | <u>J(1)</u> | 100   | D | \$<br>16.72 | 2,278  | D |                                         |
| Class A<br>Common          |            |             |       |   |             | 80,000 | 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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Report<br>Transaction<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                      |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |                  |                             |
|-----------------------------------------------------------------------|---------------|-----------|------------------|-----------------------------|
|                                                                       | Director      | 10% Owner | Officer          | Other                       |
| INGLE ROBERT P<br>2913 US HIGHWAY 70 WEST<br>BLACK MOUNTAIN, NC 28711 | X             |           | Chairman and CEO | Profit Sharing Plan Trustee |

## Signatures

Ronald B.  
Freeman/Attorney-in-Fact 03/07/2006  
 \*\*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 reported transactions constitute sales of Class A Common Stock to meet the liquidity needs of the Ingles Markets Investment/Profit Sharing Plan (the "Plan"). 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.

## Edgar Filing: INGLES MARKETS INC - Form 4

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.